

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CIF LICENSING, LLC, d/b/a)
GE LICENSING,)
Plaintiff,) C.A. No. 07-170 (JJF)
v.) PUBLIC VERSION
AGERE SYSTEMS INC.,)
Defendant.)

**PLAINTIFF CIF LICENSING, LLC, d/b/a GE LICENSING'S
RESPONSE TO AGERE SYSTEMS INC.'S
SECOND MOTION TO COMPEL DISCOVERY**

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NATURE AND STAGE OF PROCEEDINGS

GE Licensing commenced this action on March 23, 2007, asserting infringement by several of Agere's modem products of U.S. Patent Nos. 5,048,054, 5,428,641, 5,446,758, and 6,198,776 (the "Asserted Patents").

SUMMARY OF ARGUMENT

1. GE Licensing disputes Agere's certification, under Local Rule 7.1.1, that Agere's counsel "made a reasonable effort to reach agreement with counsel for [GE Licensing] on the matters set forth in Agere's Second Motion to Compel Discovery...." Agere Rule 7.1.1 Statement, April 14, 2008 (D.I. 74). One day after a cursory discussion of the matter during an unrelated meet-and-confer, GE Licensing responded to Agere's concerns by letter and invited Agere to schedule a call to discuss the issues further. Less than one week later, with no further discussion of the matter, Agere filed its second motion to compel.
2. The present discovery dispute is moot. GE Licensing has provided Agere with supplemental responses to Agere Interrogatory Nos. 1-3, 12, and 17 (Exhibit A) based on all available documents and information. Requiring GE Licensing to provide infringement charts and damages calculations based on admittedly incomplete information would be unduly burdensome to GE Licensing and wholly useless to the parties and the Court. Requiring GE Licensing to provide an exhaustive opposition to Agere's licensing defense—where Agere carries the burden of proof—would be similarly fruitless, especially when Agere itself proffers no more than the barest factual allegations and conclusory legal analysis in its interrogatory responses (Exhibit B) to which its own 30(b)(6) designee on the subject can add nothing (Exhibit C). GE Licensing invited Agere to withdraw its motion or to schedule a meet and confer if further issues existed. Agere has never responded.

STATEMENT OF FACTS

Communications Between the Parties

1. On Friday evening, April 4, 2008, Agere wrote to GE Licensing, requesting that GE Licensing supplement its responses to Agere Interrogatory Nos. 1-3, 12, and 17. Exhibit D.
2. On the next business day, Monday, April 7, 2008, the parties held a meet-and-confer initiated by GE Licensing to discuss Agere's provision of discovery and witnesses for depositions. Exhibit E. During the call, counsel for GE Licensing informed Agere counsel that it would review Agere's April 4th letter, and promised a written response to the letter the next day.
3. On April 8, 2008, counsel for GE Licensing responded to Agere's April 4th letter. Exhibit F. GE Licensing's letter ended by inviting Agere to contact them with any remaining issues. *Id.* ("If you would like to further discuss these issues, we are happy to schedule a call at any time.")
4. On April 14, 2008, Agere filed its Second Motion to Compel Discovery. (D.I. 74-76.)
5. On April 23, 2008, GE Licensing served its Second Supplemental Responses to Agere's Interrogatory Nos. 1-3, 12 and 17 along with a letter requesting that Agere withdraw its motion or schedule a meet and confer prior to April 28, 2008. Exhibits A and G. Agere has never responded to that letter.

GE Licensing's Efforts to Obtain Discovery Needed To Provide Supplemental Responses

6. Many of the facts surrounding GE Licensing's ongoing efforts to obtain discovery from Agere—including product-related data and sales data—are set forth in GE Licensing's briefs in

support of its three motions to compel.¹ This includes GE Licensing's now five month long, failed attempt to engage Agere in any discussion regarding the formulation of a final list of accused products. Therefore, GE Licensing will confine its statement of facts to recent facts and those most relevant to the present motion.

Infringement Evidence/Source Code

7. On March 17, 2008, GE Licensing disclosed to Agere technology experts Gene Buterbaugh and Bob Lopes. Exhibit H.
8. On March 21, 2008, GE Licensing wrote to Agere to suggest that the parties engage Iron Mountain as their third party technology escrow service. Exhibit I. GE Licensing also provided Agere with contact information for Iron Mountain sales representatives it had already contacted. *Id.*
9. On March 27, 2008, Agere stated that Agere may object to GE Licensing's designation of Messrs. Buterbaugh and Lopes pending further investigation. Exhibit J.
10. The parties discussed Agere's objections to GE Licensing's designation of Messrs. Buterbaugh and Lopes on March 28, 2008. Agere counsel stated that they were still investigating the basis for their objections and had not yet determined whether or not to file a motion with the Court. When GE Licensing counsel asked when they could expect a response, Agere counsel responded that they had ten days under the Protective Order to decide.
11. In the spirit of compromise, GE Licensing offered to withdraw its designation of Messrs. Buterbaugh and Lopes, and substitute Messrs. Bims and Lee. Exhibit K. The parties agreed on April 10, 2008, and GE Licensing asked that Agere's source code be provided in or around Menlo Park, CA at Iron Mountain's facility. Exhibit L.

¹ 1st Motion to Compel: December 19, 2007 (D.I. 44-45); January 14, 2008 (D.I. 47); 2nd Motion to Compel: March 12, 2008 (D.I. 65); April 4, 2008 (D.I. 68); and Third Motion to Compel: April 8, 2008 (D.I. 71).

12. On April 14, 2008, GE Licensing identified the Iron Mountain facility in Union City, CA as a potential location for the Agere source code and, again, provided its Iron Mountain contact's information. Exhibit M.

13. Since then, GE Licensing has done everything in its power to facilitate production of Agere's source code, including presenting alternative options (storing the code at Agere's counsel's office) to offering to pay Iron Mountain's initial costs and send Agere a bill for its portion. Exhibits N. Now, two weeks later, Agere has raised Protective Order amendments (to which GE Licensing has agreed), still has not signed a contract with Iron Mountain, and refuses to provide GE Licensing with an estimated date for delivery of the Agere source code. Exhibits O. Moreover, despite repeated assurances from Agere that it is working speedily to produce its source code, evidence suggests that its efforts have been less than diligent. See Exhibit P (email from Iron Mountain representative contradicting communications from Agere counsel that Agere was waiting for a response from Iron Mountain.)

14. Agere itself admits in its brief that it was not until April 10, 2008, just 2 business days prior to Agere filing its motion, that Agere found any of GE's proposed locations for viewing source code "suitable to Agere." (Agere Br. at 5 n.1.)

Sales Information (Damages)

15. See GE Licensing briefs in support of its second motion to compel, dated March 12, 2008 (D.I. 65) and April 4, 2008 (D.I. 68).

16. Agere's 30(b)(6) witness on Agere's sales, revenues, and profits, Mr. Surinder Rai, has testified that [REDACTED]

[REDACTED]

Agere's License Defense

17. In its response to GE Licensing Interrogatory No. 31, which seeks all facts and information supporting Agere's license defense, Agere has merely stated that it is a "customer" of AltoCom, Inc. and that AltoCom has a license from Motorola, Inc. under a January 31, 2001 Patent Cross-License Agreement between Motorola and AltoCom. Exhibit Q.

18. Agere's 30(b)(6) witness on Agere's license defense (Mr. Rai) was unable to definitively answer many questions relating to Agere's licensing defense. Exhibit C (Rai Dep. Tr. 267-318, April 21, 2008). In fact, Mr. Rai testified that [REDACTED]

[REDACTED]

Mr. Rai's deposition was ended early at the request of Agere counsel. It is tentatively scheduled to continue on May 14th or 15th.

ARGUMENT

I. Agere Has Not Made Reasonable Efforts to Reach Agreement With GE Licensing

Local Rule 7.1.1 requires that nondispositive motions be accompanied by "an averment of counsel for the moving party that a reasonable effort has been made to reach agreement with the opposing party on the matters set forth in the motion." L.R. 7.1.1. As set forth in the Statement of Facts, numbered paragraphs 1-4, Agere failed to comply with that directive by filing its motion to compel before the parties even conducted any meaningful meet-and-confer on the matter. As evidenced by its April 8th letter, GE Licensing reasonably believed that the parties were working towards a mutually satisfactory solution and that Agere would make contact with any further concerns. See Exhibit F ("We think that this should satisfy Agere's

concerns.... If you would like to further discuss these issues, we are happy to schedule a call at any time.”)

II. Agere’s Motion to Compel Is Moot

GE Licensing has provided Agere with supplemental responses to Agere Interrogatory Nos. 1-3, 12, and 17. *See Exhibit A.* These responses are based on available information to date.

III. Requiring GE Licensing to Provide Further Information Without the Requested Agere Discovery Would Be Unduly Burdensome and Wasteful

A. *Infringement Contentions*

Agere Interrogatory No. 3 seeks GE Licensing’s detailed infringement contentions. GE Licensing’s first detailed infringement contentions were provided on November 27, 2007, totaling almost 400 pages. (D.I. 43.) Agere now wants further detail while withholding the one piece of evidence from which this detail could be obtained, the Agere source code.

At the outset, Agere’s statement in its motion that it has not received a list of all accused products is ludicrous. The record reflects GE Licensing’s continued efforts to engage Agere in a discussion as to the proper identification of Agere products, and Agere’s efforts to stymie the process. *See GE Licensing Motion to Compel, (D.I. 45) at 4-5, Dec. 19, 2007, and GE Licensing Motion to Compel, (D.I. 71) at 1-3, April 8, 2008.*

With respect to infringement charts, the products at issue are modems, which consist of both physical components and software. Although the physical components are important, a truly accurate and complete infringement analysis calls for review of the accompanying source code. As set forth in the Statement of Facts, numbered paragraphs 6-12, GE Licensing has been working to obtain Agere’s source code and its experts are standing by, waiting for its arrival. As noted above, Agere states in its brief that it was not until April 10, 2008, just 2 business days prior to Agere filing its motion, that Agere found any of GE’s proposed locations for viewing

source code "suitable to Agere." (Agere Br. at 5 n.1.) This is Agere's modus operandi—refuse to respond or correspond with GE Licensing until the eve of a Court-related deadline. To date, GE Licensing still does not have access to the source code, with Agere counsel blaming, on any given day, its client, Iron Mountain or GE Licensing for the delay. Any infringement charts composed without access to Agere's source code would be at best incomplete, of little use to the parties, and a waste of time and resources.

B. *Willfulness*

Agere Interrogatory No. 2 seeks GE Licensing's detailed contentions on willfulness. Depositions have only just begun, and Agere's electronic data production remains seriously deficient. That being said, GE Licensing has supplemented its response to Agere Interrogatory No. 2 using the best available information. See, Exhibit A.

C. *Damages Analysis*

Agere's complaints with respect to damages is similarly convoluted. Agere Interrogatory No. 12 seeks GE Licensing's detailed contentions on damages. Agere wants GE Licensing's complete damages theories before producing any financial information. To date, Agere's only production of sales information in any complete form was a series of Excel spreadsheets attached as Exhibit 2 to Agere's February 8, 2008 Supplemental Interrogatory Responses. On April 21, 2008, Agere's own 30(b)(6) witness for sales, revenue, and profits testified that [REDACTED]

[REDACTED]. Thus, Agere has essentially provided no information yet is asking this Court to order GE Licensing to provide detailed damages-related contentions. This would be impossible. Further, GE Licensing has filed motions to compel seeking production of

Agere financial documents and information, which Agere admits is incomplete. *See* Agere's Response to GE Licensing's Motion to Compel Production and Responses (D.I 67) ¶ 10. However, GE Licensing still supplemented its response to Agere Interrogatory No. 12 using the best available information. *See*, Exhibit A.

D. *Agere's License Defense*

Again, Agere is seeking to obtain GE Licensing's contentions on a subject for which Agere has produced little to no information. Agere Interrogatory No. 17 seeks GE Licensing's contentions on why Agere's license defense is baseless. Agere bears the burden of proving its own license defense. Thus far, Agere has proffered only bare facts and allegations in support of its defense, yet Agere wants GE Licensing to provide a detailed response. It is like being asked to fight spider webs with a chain saw.

Despite the fact that Agere was obligated to provide all fact discovery supporting its license defense by October 1, 2007, GE Licensing is left with little information to go on. Despite its continued statements that its production is complete, Agere apparently has yet to obtain permission from third parties to disclose information about its licenses, revenues, and royalties with third parties. Agere's own 30(b)(6) witness on its license defense [REDACTED]

If GE Licensing is able to obtain other facts or information that further undermine Agere's defense, it will of course supplement its interrogatory responses. Until then, however, the crux of GE Licensing's position is this: Agere has not met its burden of proof on its license

defense. However, GE Licensing still supplemented its response to Agere Interrogatory No. 17 using the best available information. *See*, Exhibit A.

CONCLUSION

Agere's motion to compel is untimely and moot. For the foregoing reasons, GE Licensing respectfully requests that the Court deny Agere's Second Motion to Compel Discovery.

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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

CERTIFICATE OF SERVICE

I, Philip A. Rovner, hereby certify that on May 8, 2008, the within document was filed with the Clerk of the Court using CM/ECF; that the document was served on the following party as indicated; and that the document is available for viewing and downloading from CM/ECF.

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EXHIBIT A

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CIF LICENSING, LLC, d/b/a)	
GE LICENSING,)	
)	
Plaintiff,)	
)	
v.)	C.A. No. 07-170 JJF
)	
AGERE SYSTEMS INC.,)	JURY TRIAL DEMANDED
)	
Defendant.)	

**PLAINTIFF CIF LICENSING, LLC, d/b/a GE LICENSING'S
SECOND SUPPLEMENTAL RESPONSES TO DEFENDANT AGERE SYSTEMS INC.'S
FIRST AND SECOND SETS OF INTERROGATORIES TO
PLAINTIFF NOS. 1-3, 12 and 17**

Pursuant to Rules 26 and 33 of the Federal Rules of Civil Procedure, Plaintiff CIF Licensing, LLC ("GE Licensing") hereby serves the following supplemental responses and objections to Defendant Agere Systems Inc.'s ("Agere's") First and Second Sets of Interrogatories Nos. 1-3, 12 and 17.

GE Licensing has not completed its discovery, investigation, research, and trial preparation. The following responses are based solely on the information that is presently available and specifically known to GE Licensing. The following responses are provided without prejudice to GE Licensing's right to produce evidence of any subsequently-discovered facts. GE Licensing reserves the right to supplement the following responses and to change any and all responses therein as additional facts are ascertained, analyses are made, legal research is completed, and contentions are made, including the list of accused products, identification of asserted claims and any claim charts. Finally, GE Licensing's objections as set forth herein are

made without prejudice to GE Licensing's right to assert any additional or supplemental objections should GE Licensing discover additional grounds for such objections.

GENERAL OBJECTIONS

GE Licensing hereby incorporates by reference its General Objections from Plaintiff's Responses to Defendant Agere Systems Inc.'s First Set of Interrogatories to Plaintiff Nos. 1-16 and all amendments thereto.

INTERROGATORIES

INTERROGATORY NO. 1

State the complete factual and legal basis for your contentions that Agere has infringed or currently infringes the Patents-in-Suit (both literally and/or under the doctrine of equivalents) including but not limited to an identification of each claim of the Patents-in-Suit that you contend Agere has infringed or currently infringes, each Accused Device of Defendant that Plaintiff contends has infringed or currently infringes the identified claim, a statement of the source and date on which you obtained any samples or models of the Accused Devices, a description of any analysis of the samples or models and the chain of custody thereof, an identification of all documents that relate to, support or contradict your contentions, and of all persons knowledgeable of your contentions.

RESPONSE TO INTERROGATORY NO. 1

In addition to the General Objections, GE Licensing objects to this interrogatory as premature to the extent it calls for GE Licensing's contentions at this early stage of the litigation. GE Licensing also objects to this interrogatory as vague, ambiguous, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible information. In addition, GE Licensing objects to this interrogatory as seeking information protected from discovery by the attorney-client privilege, the work product doctrine, or other privilege. GE Licensing's investigation of Agere's infringement is continuing. Without waiving the stated objections, GE Licensing will respond on a mutually agreed-upon date for all contention interrogatories. Without waiving the stated objections, GE Licensing responds as follows:

SV92P, APL43, DP2V34DX, DP2V90DX, DSP1648C, CSP 1037, DSP1673, DSP1675, DSP1670 and Agere Generic Modem Drivers for LTWinmodem and PCI based modems.

FIRST SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 1:

Subject to all and without waiving any previously stated objections and reservations, GE Licensing further responds as follows:

GE Licensing identifies additional Agere products that, alone or in combination, infringed or currently infringe the Patents-in-Suit (both literally and/or under the doctrine of equivalents) as follows: any analog modem compliant with ITU-T recommendation V.34, V.90, V.92 (including any hardware modem, soft-modem or modem chip set product, component thereof, or product containing same), made or sold by Agere, including, but not limited to, SV92A2, SV92A3/MDC1.5 Soft Modem, SV92A35, Montblanc Family, SV92P, SV92PL, SV92P2, SV92PP/PCI Soft Modem, Olympia Family, SV92U2/USB 2.0 Soft Modem, SV92EX, CVxx family (including but not limited to CV92, CV92L, CV90L, CV34 and CV34L), OCM-34, OCM-90, OCM-92, OCM-92E, Apollo Family, Mars Family, Luna Family, L56DAS, L56DASI, L56LAS, L56LASI, L56xAFI, L56xL, L56xAF, L56xVS, L56RV, L56xMF, L56XT, Venus Family, DSP1641B, DSP1641C, DSP1642C, DSP1643, DSP1644, DSP1645, DSP1646, DSP1647, DSP1648, DSP1673/1673, DSP1675/1675, DSP1670/1670, DP2L34D, DP2S, DP3, DP2LV34D, DP2Vxx family (including but not limited to DP2V34DX and DP2V90DX), APL43, PCI Controllerless Modem Family, DSP1648, DSP1648C, LU97, Scorpio, CSP1037, CSP1037B, CSP1034x family (including but not limited to CSP1034C, CSP1034AH and CSP1034S), CSP1035A, CSP1038, CSP1040, DAA1040 and Agere Generic Modem Drivers for LTWinmodem and PCI based modems and components.

As set forth in the attached Exhibit A, GE Licensing identifies certain of the above stated Accused Devices of Agere, alone or in combination, as infringing (both literally and/or under the doctrine of equivalents) at least claims 1, 12, and 46 of United States Patent No. 5,048,054; claims 1, 3, 5, and 7 of United States Patent No. 5,428,641; and claims 1, 26, and 36 of United States Patent No. 5,446,758; and claims 1, 9, and 30 of United States Patent No. 6,198,776.

Pursuant to Rule 33(d) of the Federal Rules of Civil Procedure, GE Licensing has provided or will provide non-privileged documents from which the information sought in this interrogatory may be derived, including the following, referring to documents which have already been produced by GE Licensing to Defendants in this action:

GE001126 - GE001671

GE Licensing reserves the right to amend its response and identify additional bates numbers of the documents produced under Rule 33(d) in its response to this interrogatory.

SECOND SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 1:

Subject to all and without waiving any previously stated objections and reservations, GE Licensing further responds as follows:

Agere Products

GE Licensing identifies Agere products that, alone or in combination, infringed or currently infringe the Patents-in-Suit (both literally and/or under the doctrine of equivalents) as follows: any analog modem compliant with ITU-T recommendation V.34, V.90, V.92 (including any hardware modem, soft-modem or modem chip set product, component thereof, or product containing same), made or sold by Agere, including, but not limited to, SV92A1, SV92A2, SV92A3/MDC1.5 Soft Modem, SV92A4, SV92A5, SV92A35, SV92A36, Montblanc Family,

SV92P, SV92PL, SV92P2, SV92PP/PCI Soft Modem, Olympia Family, SV92U2/USB 2.0 Soft Modem, SV92U3, SV92U4, SV92U5, SV92U6, SV92EX, CVxx family (including but not limited to CV92, CV92L, CV90L, CV34 and CV34L), HV92, OCM-34, OCM-90, OCM-92, OCM-92E, Apollo Family, Mars Family, Luna Family, L56DMS, L56DAS, L56DASI, L56LAS, L56LASI, L56xAFI, L56xL, L56xAF, L56xVS, L56RV, L56xMF, L56XT, LU97, CFAX34, CV92, CV92L, CV90L, CV34, CV34L, CFAX34, Venus Family, DSP1641, DSP1641B, DSP1641C, DSP1642C, DSP1643, DSP1644, DSP1645, DSP1646, DSP1647, DSP1648, DSP1673/1673, DSP1675/1675, DSP1670/1670, DP2L34D, DP2S, DP3, DP2L34D, DP2L34X, DP2SKGTV, DP2LV34D, DP2Vxx family (including but not limited to DP2V34DX and DP2V90DX), DP3V34X, DPV34X, DPV34DX, DPV90DX, APL43, PCI Controllerless Modem Family, 1648, DSP1648, DSP1648C, LU97, Scorpio, CSP1037, CSP1037B, CSP1034x family (including but not limited to CSP1034C, CSP1034AH, CSP1034S and CSP1034S-V11), CSP1035A, CSP1038, CSP1040, CSP1040A3, CSP1040A2, DAA1040 and Agere Generic Modem Drivers for LTWinmodem and PCI based modems and components.

Infringement

As set forth in Exhibit A to GE Licensing's Supplemental Response to Interrogatory No. 1, served Nov. 29, 2007, GE Licensing identifies certain of the above stated Accused Devices of Agere, alone or in combination, as infringing (both literally and/or under the doctrine of equivalents) at least claims 1, 12, and 46 of United States Patent No. 5,048,054; claims 1, 3, 5, and 7 of United States Patent No. 5,428,641; and claims 1, 26, and 36 of United States Patent No. 5,446,758; and claims 1, 9, and 30 of United States Patent No. 6,198,776.

GE Licensing will supplement and amend Exhibit A following review of Agere's source code.

Supporting Documents

GE Licensing states that discovery is ongoing and there are documents and information relevant to this interrogatory which appear not to have been produced by Agere. *See* GE Licensing's March 12, 2008 and April 4, 2008 motions to compel. Moreover, Agere's source code has not yet been produced or reviewed.

Nevertheless, pursuant to Rule 33(d) of the Federal Rules of Civil Procedure, GE Licensing has received, provided or will provide non-privileged documents from which information sought in this interrogatory may be derived. GE Licensing states that Agere's document production was primarily produced in native format on CDs or DVDs bearing a single production number, thereby making the identification of specific documents unduly burdensome and/or impossible. Subject to later amendment, GE Licensing identifies the following documents from which information sought in this interrogatory may be derived:

- GE001126 - GE001671
- Agere GE 001912: v2184-pci-x86.zip
- Agere GE 001913: "Archived Training Presentations" folder
- Agere GE 001913: "Assorted Modem Designs" folder
- Agere GE 001913: "Code Release Histories" folder
- Agere GE 001913: "Embedded Modem Design PAKs" folder
- Agere GE 001913: "Misc" folder
- Agere GE 001913: "Modem Application Notes" folder
- Agere GE 001913: "Out of Date Design" folder
- Agere GE 001913: "PC Design PAKs" folder
- Agere GE 001913: "WHQL Info" folder
- Agere GE 003132: "MRI Records" folder
- Agere GE 003132: "projectView.asp_files" folder
 - Agere GE 003133
 - Agere GE 003134
- Agere GE 003135: "CV22A" folder
- Agere GE 003135: "OCMP" folder
- Agere GE 003135: "SV92A3" folder
- Agere GE 003135: "SV92A35" folder
- Agere GE 003135: "SVE92EX" folder
- Agere GE 003135: "SVx" folder

Agere GE 003136-16465
Agere GE 015308-19777
Agere GE 016056
Agere GE 016466
Agere GE 01956-58
Agere GE 019778
BRC-A 1-249

The files that have yet to be provided which are listed in Standalone Computer Directory
Structure - Confidential - Outside AEO Only - Version 2.txt
Agere GE 000070-000092.pdf

CCD-PCOEM-MODEM-102002.ppt

NA_Training_Presentation_Modems_rev6.ppt

Modem-Basics-101.ppt

testplan_results-withxp.pdf

SoftMarsv2.1.41_4customers.xls

MN01065-1.pdf

DPV2R030701.doc

DPV2R082801.pdf

DPV2R103001.pdf

Argentina2 22J1799R.pdf

China 22J1804R.pdf

V92Homoligation_011002.pdf

sv92p-pak.htm

_PCISoft (SV92P) Modem Design PAK.pdf

dnet_ref.pdf

_Mars Design PAK.pdf

atdfcom_ATcommands.pdf

Dephi_Scorpio_Intl_USA_Field_Test110305.pdf
_NGD Modem Chip Set Design PAK.pdf
MRIreportDetail.asp (2855).html
MRIreportDetail.asp (56441).html
MRIreportDetail.asp (31057).html
MRIreportDetail.asp (48387).html
DP2S_Doc_Flow_Plan_072402.xls
ATCMDS_controller08272007.pdf
v90_56k_modem_ug_20021031.pdf
v_92_manual_20020815.pdf
VAR_GAIN_txgains.CAP
ATI11-observations.doc
05d08_05delphiAM3A3V2S510=70ati11.xls
ICT_Ph1_Final_012506.doc
ocmv3.9-1.7_multitech.xls
OCMREL6.729i.zip?OCMREL6.729i\dpdloads\dp3sl\out2h\DP3Main_1_21_1_10.lab
pisa+_tweekie_multitech.xls
ATCMDS_controller08272007.doc
Pinball2.1.75_v34ncresults.zip?06f11_09.log
v34ScorpiotoDelphi2.1.75.zip?06e_11_11.log
delphi2.1.75v.34results.zip?06e_11_09.log
v34Olympia2.1.75results?06w11_10.log
7_hours_transfer_ati11.xls

soft-mdc-pak.htm
Agere GE 013552-13564.pdf
SVX-update-20070118a HP.ppt
IBM-IntelScorpio.ppt
CAC-May02_big_presentation.ppt
Modem_Computex_srai_5-23b.ppt
MN00088.pdf
at cmd 2.0.PDF
cpq-at-cmds.PDF
MN04094.zip?MN04094.htm
Soft Modem AT Command without V92 commands.pdf
AFLAC.txt
IBM-roadmap.zip?IBM\General_OEM.ppt
IBM-roadmap.zip?IBM\V92.ppt
Host-Based-commands.pdf
Perseus Test Jim Loebach.txt
Scorpio-2.1.20.xls
Mars812unit-test.xls
Perf_master.xls
Soft-Cmd-MN01-064DMOD-3.pdf
Agere GE 016531-16540.pdf
Agere GE 016541-16549.pdf
Agere GE 016550-16557.pdf

Agere GE 016558-16564.pdf

Agere GE 016565-16569.pdf

MRIreport%%MRIreportDetail.asp_074.html

RE: MRI item 41594 -- Pinball bad connection rate with parallel CID/panel

phone.msg

SoftModem_ATCommand.pdf

Softmodem MRs attached.msg

venus-dp.pdf

ModemHelp Tech Doc.doc

apollo3.pdf

Knowledgeable Persons

GE Licensing objects that the request for the “identification...of all persons knowledgeable of [GE Licensing’s] contentions” is vague and confusing. GE Licensing has agreed to provide a witness on related topic(s) under Agere’s 30(b)(6) deposition notice to GE Licensing and will further make its expert(s) available for deposition during the expert discovery period set forth in the Scheduling Order.

GE Licensing reserves the right to amend its response and identify additional Bates numbers of the documents produced under Rule 33(d) in its response to this interrogatory.

INTERROGATORY NO. 2

For each claim identified in the answer to Interrogatory No. 1, state the complete factual and legal basis for your contentions that Agere’s infringement of those claims was willful including but not limited to identification of all documents that relate to, support, or contradict your contentions and identification of all persons knowledgeable of your contentions.

RESPONSE TO INTERROGATORY NO. 2:

In addition to the General Objections, GE Licensing objects to this interrogatory as premature to the extent it calls for GE Licensing's contentions at this early stage of the litigation. GE Licensing also objects to this interrogatory as vague, ambiguous, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible information. In addition, GE Licensing objects to this interrogatory as seeking information protected from discovery by the attorney-client privilege, the work product doctrine, or other privilege. GE Licensing's investigation of Agere's infringement is continuing. Without waiving the stated objections, GE Licensing will respond on a mutually agreed-upon date for all contention interrogatories.

FIRST SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 2:

Subject to all and without waiving any previously stated objections and reservations, GE Licensing further responds as follows:

Agere was knowledgeable of the Patents-in-Suit and their potential application to the products of Agere and/or Agere's customers as of at least August 2003. Agere Response to Interrogatory No. 15, served Feb. 8, 2008. Further, on information and belief, Agere was knowledgeable of the Patents-in-Suit and their potential application to the products of Agere and/or Agere's customers as of at least March, 2001. Despite this knowledge, Agere knowingly and recklessly made, used, sold, or offered for sale products practicing one or more of the claims of the Patents-in-Suit or induced others to do the same.

Pursuant to Rule 33(d) of the Federal Rules of Civil Procedure, GE Licensing has received, provided or will provide non-privileged documents from which the information sought

in this interrogatory may be derived, including the following, referring to documents which have already been received or produced by GE Licensing in this action:

GE001126 - GE001671
Agere GE 015268-307
Agere GE 016531-569

GE Licensing states that discovery is ongoing. GE Licensing reserves the right to amend its response and identify additional bates numbers of the documents produced under Rule 33(d) in its response to this interrogatory.

INTERROGATORY NO. 3

For each Accused Device identified in the answer to Interrogatory No. 1, provide a claim chart (or its equivalent) showing a comparison of each claim limitation from each of the Patents-in-Suit with each aspect of the Accused Device you contend infringes that limitation, including whether such alleged infringement is direct, contributory, by inducement, or under the doctrine of equivalents.

RESPONSE TO INTERROGATORY NO. 3

In addition to the General Objections, GE Licensing objects to this interrogatory as premature to the extent it calls for GE Licensing's contentions at this early stage of the litigation. GE Licensing also objects to this interrogatory as vague, ambiguous, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible information. In addition, GE Licensing objects to this interrogatory as seeking information protected from discovery by the attorney-client privilege, the work product doctrine, or other privilege. GE Licensing's investigation of Agere's infringement is continuing. Without waiving the stated objections, GE Licensing will respond on a mutually agreed-upon date for all contention interrogatories.

FIRST SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 3:

Subject to all and without waiving any previously stated objects and reservations, GE Licensing further responds as follows: attached hereto as Exhibit A are claim charts asserting infringement (both literally and/or under the doctrine of equivalents).

GE Licensing states that discovery is ongoing and there are documents and information relevant to this interrogatory which appear not to have been produced by Agere. *See*, GE Licensing's March 12, 2008 and April 4, 2008 motions to compel. Moreover, Agere's source code has not yet been produced or reviewed.

GE Licensing reserves the right to supplement and modify these charts and to assert infringement by equivalents as to appropriate limitations should the Court's claim construction preclude a claim of literal infringement but permit a claim of infringement under the Doctrine of Equivalents.

SECOND SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 3:

Subject to all and without waiving any previously stated objections and reservations, GE Licensing further responds as follows: *see* Exhibit A to GE Licensing's Supplemental Response to Interrogatory No. 1, served Nov. 29, 2007 (claim charts asserting infringement, both literally and/or under the doctrine of equivalents). GE Licensing will supplement and amend Exhibit A following review of Agere's source code.

As Agere has yet to produce certain product-related information, GE Licensing reserves the right to amend and supplement these charts and to assert infringement by equivalents as to appropriate limitations should the Court's claim construction preclude a claim of literal infringement but permit a claim of infringement under the Doctrine of Equivalents.

INTERROGATORY NO. 12

State all facts concerning your contention that you have been damaged by Defendant's alleged infringement of the Patents-in-Suit, including without limitation, a computation of each category of such damages and the basis and methodology therefore, and the factual allegation of any claimed lost profits by Plaintiff. To the extent your response to this interrogatory includes a reasonable royalty, state your contentions as to what would be a reasonable royalty, if any, under 35 U.S.C. § 284 for the use of the alleged invention in the Patents-in-Suit.

RESPONSE TO INTERROGATORY NO. 12:

In addition to the General Objections, GE Licensing objects to this interrogatory as premature to the extent it calls for GE Licensing's contentions or information related to its contentions at this early stage of the litigation. GE Licensing also objects to this interrogatory as vague, ambiguous, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible information. In addition, GE Licensing objects to this interrogatory as seeking information protected from discovery by the attorney-client privilege, the work product doctrine, or other privilege. GE Licensing's investigation of Agere's infringement is continuing. Without waiving the stated objections, GE Licensing will respond on a mutually agreed date for all contention interrogatories.

FIRST SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 12:

In addition to the General Objections, GE Licensing objects to this interrogatory as premature to the extent that it calls for contentions or information that will be the subject of expert discovery. Further, during the April 21, 2008 30(b)(6) deposition of Agere witness Surinder Rai, it was determined that Agere's primary production of sales information, Exhibit 2 to Agere's February 8 supplemental interrogatory responses, was incorrect, should not be used, and would be replaced by Agere. This has not yet occurred. Moreover, Agere has yet to produce certain product-related information—which is the subject of various motions before the

Court—required to respond to this interrogatory. GE Licensing states that it will supplement its response upon receipt and review of documents and information from which it can perform the proper analysis and in the course of expert discovery.

Pursuant to Rule 33(d) of the Federal Rules of Civil Procedure, GE Licensing has received, provided or will provide non-privileged documents from which the information sought in this interrogatory may be derived, including the following, referring to documents which have already been received or produced by GE Licensing in this action:

Agere's "Exhibit 2" (to be delivered by
Agere)
Agere GE 015268-307
Agere GE 016531-569

INTERROGATORY NO. 17

State the factual and legal basis for GE's contention that Agere is not licensed to practice the inventions claimed in the Patents-in-Suit pursuant to the terms of the January 30, 2001 Patent Cross License Agreement between Motorola, Inc. and AltoCom, Inc.

RESPONSE TO INTERROGATORY NO. 17:

In addition to the General Objections, GE Licensing objects to this interrogatory as premature to the extent it calls for GE Licensing's contentions at this early stage of the litigation. GE Licensing also objects to this interrogatory as vague, ambiguous, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible information. In addition, GE Licensing objects to this interrogatory as seeking information protected from discovery by the attorney-client privilege, the work product doctrine, or other privilege. Without waiving the stated objections, GE Licensing responds as follows:

Agere's response to GE Licensing's Interrogatory No. 31 states that Agere contends that it is licensed under "one or more" of four different agreements. Agere has not yet produced the

copies of these agreements in their possession. Agere has also failed to answer GE Licensing's interrogatory nos. 32-42. GE Licensing will be supplement this response under the schedule agreed to by the parties for supplemental of all responses.

FIRST SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 17:

Agere's February 8, 2008 response to GE Licensing's Interrogatory No. 31 (which replaces all prior responses) states that Agere contends it is licensed to the Patents-in-Suit "pursuant to the Patent Cross License Agreement between Motorola, Inc. and AltoCom, Inc. dated January 30, 2001, including but not limited to § 4.2 of that Agreement." Agere has failed to provide any specificity or particularity with regard to this alleged defense. GE Licensing's response is, therefore, limited by the brevity and incomplete nature of Agere's contention as set forth in its February 8, 2008 response to GE Licensing's Interrogatory No. 31. Subject to this, GE Licensing states that Agere is not a customer and/or licensee of Altcom. Agere is not a party to the referenced January 31, 2001 agreement and Agere has not contended that any contractual relationship between Agere and AltoCom, Inc. exists. Further, if Agere is a "customer and/or licensee" of Altocom, it is a "new" "customer or licensee" under § 4.2 of the referenced January 30, 2001 agreement. Further, Agere has not presented any evidence that it purchased "standalone ALTOCOM software MODEMS" from Altocom. Agere has also not contended that the accused Agere Products incorporate any "standalone ALTOCOM software MODEMS" delivered under the January 30, 2001 Motorola/AltoCom agreement.

Pursuant to Rule 33(d) of the Federal Rules of Civil Procedure, GE Licensing has identified documents from which the information sought in this interrogatory may be derived, including the following:

Agere/GE 00483-84
Agere/GE 000493-95

POTTER ANDERSON & CORROON LLP

OF COUNSEL:

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Brian E. Ferguson
Michael W. Connelly
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Washington, DC 20005-3096
(202) 756-8000

Edwin H. Wheeler
McDermott Will & Emery LLP
3150 Porter Drive
Palo Alto, CA 94304-1212
(650) 813-5000

Dated: April 23, 2008
861518

By:


Richard L. Horwitz (#2246)
Philip A. Rovner (#3215)
David E. Moore (#3983)
Hercules Plaza
P. O. Box 951
Wilmington, Delaware 19899
(302) 984-6000
rhorwitz@potteranderson.com
provner@potteranderson.com
dmoore@potteranderson.com

*Attorneys for Plaintiff
CIF Licensing, LLC, d/b/a
GE Licensing*

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

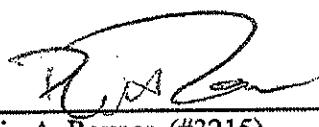
I, Philip A. Rovner, hereby certify that on April 23, 2008, true and correct copies of the within document were served on the following counsel of record at the addresses and in the manner indicated:

BY HAND DELIVERY AND E-MAIL

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EXHIBIT B

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CIF LICENSING, LLC, d/b/a)	
GE LICENSING,)	
)	
Plaintiff,)	
)	C.A. No. 07-170-JJF
v.)	
)	JURY TRIAL DEMANDED
AGERE SYSTEMS INC.,)	
)	
Defendant.)	

**DEFENDANT AGERE SYSTEMS INC.'S SECOND SUPPLEMENTAL ANSWERS TO
PLAINTIFF CIF LICENSING, LLC'S INTERROGATORIES**

Pursuant to Rules 26 and 33 of the Federal Rules of Civil Procedure, Defendant Agere Systems Inc. ("Defendant") hereby supplements its answers to CIF Licensing, LLC, d/b/a GE Licensing's ("Plaintiff") Interrogatory Nos. 1-43 ("Plaintiff's Interrogatories"), stating as follows:

GENERAL STATEMENTS AND OBJECTIONS

1. The following responses are made solely for the purpose of this action and are subject to all objections to competence, authenticity, relevance, materiality, propriety, admissibility, and any and all other objections and grounds which would or could require or permit the exclusion of any statement or response from evidence, all of which objections and grounds are reserved and may be interposed at the time of trial.
2. Subject to the specific and general objections listed herein, Defendant will answer each interrogatory with responsive, non-privileged information within the current actual knowledge of Defendant or through cross-references to produced documents according to F.R.Civ.P. 33(d).
3. Defendant will answer interrogatories calling for confidential information or trade secrets

outside the time period for the applicable statute of limitations, and information and documents concerning those products therefore is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence.

ANSWERS TO INTERROGATORIES

INTERROGATORY NO. 1

Identify each and every Agere Product ever manufactured, used, distributed, sold, or offered for sale by or on behalf of Agere by model name, trade name, marketing name, internal name, type, description, design number, catalog number, and all other names and/or designations used by Agere, and the date it was first sold, offered for sale, or marketed.

ANSWER:

Defendant objects to this interrogatory on the grounds that it is compound, vague, overly broad, unduly burdensome, seeks information that is not relevant and/or that occurred before the applicable limitations period, and not reasonably calculated to lead to the discovery of admissible evidence. Defendant also incorporates by reference its General Objections, including, in particular, General Objection No. 7 set forth above.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: Defendant incorporates by reference Exhibit 1 hereto, which identifies Defendant's products by chipset name, device packaging code, device IC code and/or common name. Defendant believes that Exhibit 1 identifies each type of modem sold or offered for sale after March 23, 2001. Defendant's investigation is ongoing, however, and Defendant reserves the right to supplement this list as additional information becomes available.

INTERROGATORY NO. 2

Identify each entity that is or has been involved in any way in the design, development, manufacturing, assembly, marketing, sales and/or distribution of each Agere Product identified in response to Interrogatory No. 1, including the name and location of such entity, its relationship with Agere, identification of any licenses or other agreements with such entity, as well as a narrative description of each such involvement (including the location of any such involvement) of each such entity.

ANSWER:

Defendant objects to this interrogatory on the grounds that it is compound, vague, overly broad, unduly burdensome, seeks information that is not relevant and/or that occurred before the applicable limitations period, and not reasonably calculated to lead to the discovery of admissible evidence. Defendant further objects to Plaintiff's request for "a narrative description of each such involvement" because the wide range of information potentially responsive to this request is more properly sought through less burdensome forms of discovery, including a request for documents and/or a Fed. R. Civ. Pro. 30(b)(6) deposition. Defendant also incorporates by reference its General Objections, including, in particular, General Objection No. 7 set forth above.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: Entities involved with the products identified in Defendant's answer to Interrogatory No. 1 include the following:

Silicon Laboratories Inc. has provided chipsets for use in some of Defendant's products. Defendant is a customer of Silicon Laboratories Inc. Upon information and belief, Silicon Laboratories Inc. is located at 400 West Cesar Chavez, Austin, TX 78701. Exhibit 1 hereto identifies products employing chipsets provided by Silicon Laboratories Inc.

Broadcom Corp. f/k/a AltoCom, Inc. has provided source code for Defendant's soft modem products. Upon information and belief, Broadcom Corp. is located at 5300 California Avenue, Irvine, CA 92617. Exhibit 1 hereto identifies soft modem products (under the headings "PCAC97/HDA Soft Modems," "PC U.S.B Soft Modems" and "PC PCI/PIC_Express Soft Modems"), all of which use software derived from source code provided by Broadcom Corp. or its predecessor in interest.

Defendant has produced or will produce all known licenses and agreements with Silicon Laboratories Inc., Broadcom Corp., and AltoCom, Inc. Defendant is an express or implied licensee of Broadcom Corp and/or AltoCom, Inc. and of Silicon Laboratories.

Additionally, Exhibit 7 hereto identifies additional entities involved in various activities pertaining to the production of Defendant's modems. Other than the specific entities mentioned above, Defendant is not aware of licenses to Defendant from any of these entities.

INTERROGATORY NO. 3

State precisely when Agere commenced any activities, projects or programs, whether formal or informal, directed to the design and development of each Agere Product identified in response to Interrogatory No. 1, including a description of the activities, projects and/or programs (including their objectives and results), and, for each such activity, identify the

person(s) knowledgeable about such activities, the person(s) involved in such activities, and state precisely where such activities were undertaken.

ANSWER:

Defendant objects to this interrogatory on the grounds that it is compound, vague, overly broad, unduly burdensome, seeks information that is not relevant and/or that occurred before the applicable limitations period, and not reasonably calculated to lead to the discovery of admissible evidence. Defendant further objects to Plaintiff's request for a "description of the activities, projects and/or programs" because of the wide range of information potentially responsive to this request is more properly sought through less burdensome forms of discovery, including a request for documents and/or a Fed. R. Civ. Pro. 30(b)(6) deposition. Defendant also incorporates by reference its General Objections, including, in particular, General Objection No. 7 set forth above.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: Defendant commenced activities related to the design or development of the products identified in response to Interrogatory No. 1 in approximately 1992, and thereafter. Dates of specific milestones with regard to each of the products identified in response to Interrogatory No. 1, where available, may be found in Exhibit 1 hereto, which is incorporated by reference herein. Activities related to the products identified in response to Interrogatory No. 1 include development of product requirements, product design, product development, product prototyping, product testing (including homologation testing), general marketing activities, customer presentations, manufacturing activities and sales activities. Additional information about specific projects, programs or activities undertaken by Defendant

directed to the design or development of the products identified in response to Interrogatory No. 1 may be found in documents produced from Defendant's MRI system. Further, to the extent that any of the products identified in response to Interrogatory No. 1 were first sold or offered for sale after March 23, 2001, information about such sales can be found in Exhibit 2 hereto, which is incorporated by reference.

INTERROGATORY NO. 4

Identify the three persons most knowledgeable about the structure, design, development, function, and operation of each Agere Product identified in response to Interrogatory No. 1.

ANSWER:

Defendant incorporates by reference its General Objections, including, in particular, General Objection No. 7 set forth above.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: The three persons most knowledgeable about the structure, design, development, function, and operation of Defendant's modem products are Ashok Vernekar, Herb Cohen, and Larry Bays. All can be reached via counsel for Defendant.

INTERROGATORY NO. 5

Identify the three persons most knowledgeable about the manufacture and/or assembly of each Agere Product identified in response to Interrogatory No. 1.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: Defendant is not aware of any such plans or attempts, nor any documents regarding the same, concerning any plans or attempts to redesign any of the products identified in response to Interrogatory No. 1.

INTERROGATORY NO. 12

State whether Agere contends that it does not infringe, either literally or under the doctrine of equivalents, any claim of the GE Patents and, if so, for each such claim identify all legal and factual bases for each such contention, and how the identified documents, things, facts or knowledge support this assertion, and identify all people with knowledge thereof and all documents that support or refute Your contention.

ANSWER:

Defendant objects to this interrogatory on the grounds that it is compound, vague, overly broad, and unduly burdensome, and seeks information that is not relevant, and not reasonably calculated to lead to the discovery of admissible evidence. Defendant further objects to this request because it seeks information that is protected by the attorney-client privilege, the attorney work product doctrine, and/or any other applicable privilege. Defendant incorporates herein its General Objections, including, in particular, General Objection No. 8.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: Defendant incorporates by reference Defendant's response to Interrogatory No. 23.

product doctrine, and/or any other applicable privilege. Defendant incorporates herein its General Objections, including, in particular, General Objection No. 8.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: Other than positions taken in conjunction with negotiations with Plaintiff, Defendant has not taken any taken regarding the validity, enforceability, or infringement by Defendant of any of the GE Patents. All other information responsive to this interrogatory is subject to the attorney-client privilege and/or the attorney work product doctrine.

INTERROGATORY NO. 17

State whether Agere has ever been informed or concluded that any of the GE Patents is invalid, unenforceable, or not infringed by Agere, and, if so, identify the person(s) and/or entity that so informed Agere, or so concluded, the information communicated to Agere and the circumstances under which Agere was so informed, or so concluded, identify all documents or prior art relating to what Agere was informed, or so concluded, and explain the relationship of those documents and such prior art to the information Agere was provided or considered.

ANSWER:

Defendant objects to this interrogatory on the grounds that it is compound, vague, overly broad, and unduly burdensome, and seeks information that is not relevant, and not reasonably calculated to lead to the discovery of admissible evidence. Defendant further objects to this request because it seeks information that is protected by the attorney-client privilege, the attorney work product doctrine, and/or any other applicable privilege. Defendant incorporates herein its

General Objections, including, in particular, General Objection No. 8. Plaintiff has not identified any claims allegedly infringed by Defendant's products.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: All information responsive to this interrogatory is subject to the attorney-client privilege and/or the attorney work product doctrine.

INTERROGATORY NO. 18

Identify all opinions, advice, analyses or communications, whether written or oral, relating to the enforceability, validity or infringement of any of the GE Patents, and identify the person(s) who provided the opinion, advice, analysis or communication, the person(s) to whom the opinion, advice, analysis or communication was provided, the date such opinion, advice, analysis or communication was provided and describe the substance of the opinion, advice, analysis or communication which was provided and identify all documents relating to the opinion, advice, analysis or communication provided.

ANSWER:

Defendant objects to this interrogatory on the grounds that it is compound, vague, overly broad, and unduly burdensome, and seeks information that is not relevant, and not reasonably calculated to lead to the discovery of admissible evidence. Defendant further objects to this request because it seeks information that is protected by the attorney-client privilege, the attorney work product doctrine, and/or any other applicable privilege. Defendant incorporates herein its General Objections, including, in particular, General Objection No. 8. Plaintiff has not identified any claims allegedly infringed by Defendant's products.

Dated: February 8, 2008

TOWNSEND AND TOWNSEND AND CREW LLP



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Email: jshaw@ycst.com
Email: cstover@ycst.com

ATTORNEYS FOR AGERE SYSTEMS INC.

EXHIBIT C

**THIS EXHIBIT HAS BEEN
REDACTED IN ITS ENTIRETY**

EXHIBIT D

TOWNSEND
 and
 TOWNSEND
 and
 CREW
 LLP

Denver
 1200 Seventeenth Street
 Suite 2700
 Denver, Colorado 80202
 Tel 303.571.4000
 Fax 303.571.4321

Ryan D. Phillips

April 4, 2008

VIA E-MAIL AND U.S. MAIL

Michael W. Connelly
 McDermott Will & Emery LLP
 600 13th Street, N.W.
 Washington, DC 20005-3096
 Email: mconnelly@mwe.com

Re: *CIF Licensing, LLC d/b/a GE Licensing ("GE") v. Agere Systems, Inc.*
 Civ. Action No. 07-170 (JJF)(D. Del.)

Dear Mike:

We write to resolve certain remaining issues with respect to GE's answers to Agere's First Set of Interrogatories, GE's supplemental answers to Agere's First Set of Interrogatories Nos. 1 and 3, and GE's answers to Agere's Second Set of Interrogatories.

GE has not provided any substantive responses to Agere's Interrogatory Nos. 2 and 12. With respect to Interrogatory 2, please supplement GE's answer to state all law and facts, including identification of all documents, supporting GE's position that Agere's alleged infringement was willful. With respect to Interrogatory 12, please supplement GE's answer to state all facts concerning GE's contention that it has been damaged by Agere's alleged infringement, including without limitation a computation of each category of such damages and the basis and methodology therefore, as well the factual allegation for any claimed lost profits by GE. To the extent that your answer to Interrogatory 12 includes a reasonable royalty, please state GE's contentions as to the amount and calculation of that reasonable royalty.

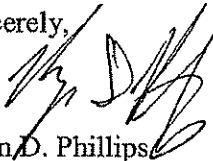
In its letter dated February 5, 2008, GE stated that it would further supplement its answers to Agere's Interrogatory Nos. 1 and 3 after GE received all the relevant product related information from Agere. While Agere does not believe its production is tied to GE's duty to supplement its answers to interrogatories, Agere has produced all responsive, non-privileged material, subject to its objection. Thus, GE immediately should supplement its answers to Interrogatories Nos. 1 and 3 to identify all accused products and to provide claim charts comparing the allegedly infringed claims to the accused products.

TOWNSEND
and
TOWNSEND
and
CREW
LIP

Michael W. Connelly
April 4, 2008
Page 2

Finally, its letter dated February 5, 2008, GE stated that it would provide a supplemental answers to Agere Interrogatory No. 17 once Agere completed production of documents and responded to GE's Interrogatories No. 31-42. Again, we do not accept that GE's discovery obligations are tied to Agere's production, but we do note that Agere has produced all responsive, non-privileged materials, subject to its objections, and provided supplemental answers to GE's interrogatories. With that excuse removed, we expect that GE will supplement its answer to Agere Interrogatory No. 17 to state all law and facts supporting GE's position that Agere is not licensed to practice the patents.

Please confirm that GE will provide this long-outstanding information within seven calendar days of the date of this letter. If you have any questions, we will look forward to discussing them during our meet and confer on Monday, April 7, 2008.

Sincerely,

Ryan D. Phillips

RDP/kmb

61329693 v1

EXHIBIT E

Koenig, Amanda

From: Connelly, Michael
Sent: Monday, April 07, 2008 3:26 PM
To: gevagere@townsend.com
Cc: Wheeler, Edwin; Freed, Joel
Subject: Todays meet and confer

Follow Up Flag: Follow up
Flag Status: Green

Ryan - we will call in shortly. We expect the agenda will be:

1. AGere's 30(b)(6) objections
2. Agere's 30(b)(6) witness identification
3. Whether Agere will accept service for the identified Agere employees
4. Your April 4 email regarding production

Mike

Michael W. Connelly
McDermott Will & Emery LLP | 600 13th Street, N.W., Washington, D.C. 20005
Main: 202-756-8000 | Direct: 202-756-8037 | Fax: 202-756-8087 | www.mwe.com | mconnelly@mwe.com

EXHIBIT F

McDermott Will&Emery

Boston Brussels Chicago Düsseldorf London Los Angeles Miami Munich
New York Orange County Rome San Diego Silicon Valley Washington, D.C.

Michael W. Connelly
Attorney at Law
mconnelly@mwe.com
202.756.8037

April 8, 2008

VIA E-MAIL

Ryan D. Phillips
Townsend and Townsend and Crew LLP
1200 Seventeenth Street
Suite 2700
Denver, CO 80202

Re: *CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170*

Dear Ryan:

This is in response to your letter of April 4 regarding certain issues related to GE Licensing's responses to Agere Interrogatory Nos. 1, 2, 3, 12 and 17.

With respect to Agere Interrogatory No. 2, this is the first time that Agere has raised any substantive problems with GE Licensing's response or objections. While Agere has not provided us with sufficient information for us to formulate a complete response, Agere will supplement its response to this Interrogatory using the available information. As to Agere Interrogatory No. 12, Agere's only prior mention of this Interrogatory was in its January 28 letter in which GE Licensing was asked to list specific documents in the response. As Agere knows, there is a pending motion to compel that covers a broad array of unproduced financial information. This motion is scheduled to be heard before the Court this Friday, April 11. Again, while Agere has not provided us with sufficient information for us to formulate a complete response, Agere will supplement its response to this Interrogatory using the available information.

As to Interrogatory Nos. 1 and 3, GE Licensing stated in its letter of February 5, 2008 that "GE Licensing will be supplementing its interrogatory responses (including nos. 1 and 3) once it has received production of all the relevant product related information from Agere." As Agere is aware from our recent correspondence and the motion to compel filed today, Agere has failed to provide even the most basic information about certain accused products. Agere has also objected (without any specific reason and using the maximum days allowed) to GE Licensing's proposed experts who were engaged to read Agere's software code. Further, Agere still has not

Ryan Phillips
April 8, 2008
Page 2

responded to any of our inquiries regarding third party code. As it appears that we have now reached a solution to the expert issue, Agere can move ahead with placing at least its own software in escrow. This and the upcoming scheduled depositions will allow GE Licensing to provide supplementation to Agere Interrogatory nos. 1 and 3.

You request a supplemental response to Agere Interrogatory No. 17. In our February 5, 2008 letter, we requested that Agere "please confirm that Agere has produced all documents related to its alleged licensing defense and does not intend to further supplement its responses to GE Licensing's interrogatories and requests for production related to the alleged licensing defense (including without limitation GE Licensing's Interrogatory Nos. 31-42 and Request for Production Nos. 36-44)." To our knowledge, no such confirmation was received. However, we will supplement our response to this Interrogatory No. 17 with the understanding that depositions on this topic have yet to be held.

We think that this should satisfy Agere's concerns. In the future, we would ask that Agere please notify GE Licensing of continuing issues as they arise, rather than waiting another two-plus months.

In addition, it would help if Agere could confirm whether Agere's February 8 supplemental responses to GE Licensing's First and Second Interrogatories and Production Requests are intended to supplement or to replace Agere's earlier responses. They appear to be a replacement, supeseding the prior responses.

If you would like to further discuss these issues, we are happy to schedule a call at any time.

Sincerely,



Michael W. Connelly

cc: Counsel of Record for Agere

EXHIBIT G

McDermott Will&Emery

Boston Brussels Chicago Düsseldorf London Los Angeles Miami Munich
New York Orange County Rome San Diego Silicon Valley Washington, D.C.

Michael W. Connelly
Attorney at Law
mconnelly@mwe.com
202.756.8037

April 23, 2008

VIA E-MAIL

David Sipiora
Townsend and Townsend and Crew LLP
1200 Seventeenth Street
Suite 2700
Denver, CO 80202

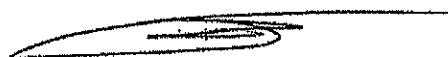
Re: *CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170*

Dear David:

As promised in our April 8 letter (to which we have yet to receive a response), attached please find GE Licensing's second supplemental responses to Agere Interrogatory Nos. 1-3, 12 and 17. These responses fully address Agere's concerns set forth in its letter of April 4 and its pending motion to compel. Please immediately withdraw Agere's motion to compel.

If you have any further concerns, please schedule a meet and confer for this week.

Sincerely,



Michael W. Connelly

cc: Counsel of Record for Agere

WDC99 1558807-1.037743.0051

EXHIBIT H

McDermott Will&Emery

Boston Brussels Chicago Düsseldorf Houston London Los Angeles Miami Munich
New York Orange County Rome San Diego Silicon Valley Washington, D.C.
Strategic alliance with MWE China Law Offices (Shanghai)

Amanda E. Koenig
Associate
akoenig@mwe.com
202.756.8075

March 17, 2008

VIA E-MAIL

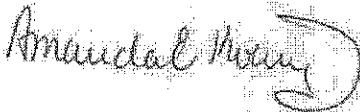
Ian L. Saffer
Townsend and Townsend and Crew LLP
1200 Seventeenth Street
Suite 2700
Denver, CO 80202

Re: ***CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170***

Dear Mr. Saffer:

Pursuant to Paragraph 2(c) of the Protective Order, enclosed please find the signed undertakings and *curricula vitae* of Messrs. Buterbaugh, Lopes, and Jackson. We would appreciate it if you would let us know of any issues as soon as possible.

Sincerely,



Amanda E. Koenig

AEK/AEK

Enclosures

cc: Counsel of Record for Agere

WDC99 1543089-1.037743.0051

Gene C. Buterbaugh
Datatek Applications Incorporated
379 Campus Drive
Somerset, New Jersey
732-580-8005

Datatek Applications/US Victory Group

January 2001 to Present

- **VP Intellectual Property Business Development.** Determine project requirements, deliverables and technical support for customers. Function as main customer contact, assign workload to engineering staff as required, organize information and present work product to customers along with overseeing the entire project from start to finish.
- **Subject Matter Expert (SME);** evaluate customer patent portfolios in a variety of technologies. Generate technical review charts based on the claim elements. Design test systems and testing procedures to support the claim elements.
- Technical liaison between patent attorneys and technical resources during the patent creation process.
- **Non Testifying Expert;** aid in the analysis of technical testimony and participate in the preparation of expert witnesses.
- Designed numerous Datatek migration products for the DT4000, DT6000, and DT7000 family of products.
- Designed replacement modules for the Lucent/AT&T Datakit and BNS series of nodes.
- Design Services; designed custom products and prototypes in response to a variety of customer based requirements. Designs included a number of processor based protocol engines, utilizing the following processor types: Motorola 860, 8260, 8051 type and PIC microprocessors.
- Designed numerous standard interface modules for both fiber and wire, including T1, E1, E2, D3 and OC3.
- Designed custom FGPA to support microprocessor interfaces and data packet transport.

Lucent Technologies/AT&T/Bell Laboratories

- **Lucent Intellectual Property 1997 – 2000;** Technical Analyst for Lucent Technologies Intellectual Property Business Unit. Areas of expertise; data communication, ATM and IP networking, personal computers, MPEG audio encoding, modems, and PDAs.
- **Bell Laboratories Design Experience 1980 to December 2001;** Hardware Design Engineer, MTS. Designed numerous products used in data networking industry. Examples include, but not limited to, system control computers, data processing engines, and the line interface card. These products were used in a variety of products ranging from computer based publishing systems, to transmission test equipment and data communication equipment for products for AT&T's Datakit VCS. Some specific interface designs include T1/E1, ISDN, 10/100 Base-T, ADSL, and OC-3.

FPGA experience: Architected and implemented a number of designs for custom FPGA, based on Xilinx and Altera devices.

VLSI experience: Member of a VLSI Design Team, for an ATM chip set, used Synopsys and custom tools.

Microprocessors Design Experience

- Design experience ranges from 8 bit processors to 64 bit processors. Experience with Motorola 68000 to the 68060, 68360, Motorola Power QuICC 860 (32 and 62 bit family), MIPS R3000, R4000, and R5000, Intel 8051, TI DSP, OMAP and PIC controllers.

RCA Laboratories:

- RCA Laboratories, Princeton New Jersey 1979 to 1980
Worked as a STA who designed test instrumentation for the Semiconductor Power Device group. This work required a background in analog, digital and microprocessors design skills.

Teaching Experience:

- New Jersey Institute of Technologies, 1983 to 2004 - Adjunct professor for both the EE (ECE) and EET (ECET) departments. Taught both lecture and lab courses. The courses ranged from Undergraduate to graduate level programs coverer a broad range of material including microprocessor based system design, general digital design, analog design, operational amplifier design and applications, and semiconductor device design and analysis.
- From (1998 to 2004) taught EE686 Instrumentation Systems and Microprocessors and EE688 Microprocessors in instrumentation for NJIT's ECE graduate department.

Education

- 1976 to 1979 BSEE New Jersey Institute of Technologies (NJIT)
- 1980-1982 MSEE New Jersey Institute of Technologies (NJIT)

Robert J. Lopes

15 Harvest Drive
 Neshanic Station, N.J. 08853
 (908) 229-3090 cell

EXPERIENCE

- 8/11/02 – Present: ThinkFire Services USA, Ltd., Chief Technology Officer
Duties: Engineering Management, Patent/portfolio analysis, Reverse Engineering, Microprocessor Subject matter expert.
- 09/15/96 – 8/10/02: Lucent Technologies Liberty Corner, NJ; Division Manager - Intellectual Property Division
Duties: Manage patent portfolios and establish business plans for Wireless and Data Networking segments. Manage reverse engineering projects and assist attorneys as technical expert at Data Networking negotiations.
- 04/01/83 - 9/15/96: Bell Laboratories; Member of Technical Staff - Adaptive Design Engineering
Duties: Design, development and product management of customized communications products.
- 01/20/83 - Present: NJIT, Newark, N.J. ; Adjunct faculty - Electrical & Computer Engineering department
Duties: Teaching Graduate level courses in microprocessor system design and architectures.
- 07/02/79 - 04/01/83: AT&T, Newark, N.J. ; Planning Engineer - Lightwave Engineering
Duties: Plan, design, and support AT&T lightwave communications systems.

ACHIEVEMENTS

- Organized and implemented ThinkFire's technical center of excellence; developed proprietary patent analysis scoring system.
- Managed Lucent's IP assets in the Data Networking and Wireless segments to enable sustained revenue growth in excess of 25% from 1999 to 2001.
- Holder of three U.S. Patents in the areas of computer security, timing systems and wireless location. [US6169494, US6189105, US6215862]
- Designed/developed several types of atomic resonator based Primary Reference Clocks. Provided in-country project management and consultation for many international Telephone ministries (in Europe, Middle East and Asia).
- Designed/developed microprocessor based products for switching and transmission systems that required real time data collection, I/O processing and system simulation for telecommunications systems.

EDUCATION

- New Jersey Institute of Technology (NJIT), Newark, N.J. ; M.S.E.E. - May 1983
- New Jersey Institute of Technology (NJIT), Newark, N.J. ; B.S.E.E. - May 1979
- Corporate training in switching & transmission systems, project management, global business and advanced negotiations.

SKILLS

- Over 15 years experience as technical manager.
- Good oral presentation and sales capabilities. Proficiency in technical marketing. Excellent negotiation skills.
- Expertise with most current DSP, microprocessor and microcontroller architectures. Unix/Linux proficiency and C, C++ programming background. Additional programming experience in microprocessor assembly languages.

SOCIETIES

- Member of the IEEE. Member of ACM. Member of LES

REFERENCES

References will be furnished upon request.

Charles L. Jackson

5210 Edgemore Lane
Bethesda, Maryland 20814
+1 301 656 8716 (voice)
+1 301 656 8717 (fax)
clj@jacksons.net (email)

Dr. Jackson received a B.A. degree from Harvard College in Applied Mathematics and the degrees of M.S., E.E., and Ph.D. in Electrical Engineering from the Massachusetts Institute of Technology. At MIT, he specialized in operations research, computer science, and communications. While a graduate student at MIT, he held the faculty rank of Instructor, was a teaching assistant in graduate operations research courses, and codeveloped an undergraduate course in telecommunications.

Dr. Jackson began his career as a computer programmer and worked as both a systems programmer and digital designer. At the Federal Communications Commission, he was special assistant to the Chief of the Common Carrier Bureau and engineering assistant to Commissioner Robinson. Dr. Jackson was staff engineer for the Communications Subcommittee of the U.S. House of Representatives. Since leaving government, he has worked as a consultant and a professor. Currently, Dr. Jackson provides consulting services as JTC, LLC, and is an adjunct professor at George Washington University.

Dr. Jackson has written extensively on radio spectrum management and policy, and has consulted on radio spectrum management for the governments of New Zealand, Germany and Panama.

Dr. Jackson has authored or coauthored numerous studies on public policy issues in telecommunications and has testified before Congress on technology and telecommunications policy. Over the last several years, he has also directed or participated in projects on acquisition analysis, market planning, and product pricing. He has written for professional journals and the general press, with articles appearing in publications ranging from *The IEEE Transactions on Computers* to *Scientific American* to *The St. Petersburg Times*. He holds two U.S. patents. Dr. Jackson was appointed by the Secretary of Commerce to the Commerce Department's Spectrum Planning and Policy Advisory Committee and by the Chairman of the FCC to three terms on the FCC's Technological Advisory Council (TAC), where he chaired the spectrum working group during the TAC's first term. He has served on both the board of directors and program committee of the annual Telecommunications Policy Research Conference (TPRC), including one term as chairman of the board.

Dr. Jackson is a member of the IEEE, the American Mathematical Society, and Sigma Xi. He is an adjunct professor of electrical engineering and computer science at George Washington University, where he has taught graduate courses on mobile communications, wireless networks, computer security, and the Internet and an undergraduate course on programming. From 1982 to 1988, he was an adjunct professor at Duke University.

EDUCATION

Massachusetts Institute of Technology

Ph.D., Electrical Engineering, 1977
M.S. and E.E., Electrical Engineering, 1974

Harvard College

B.A., Honors in Applied Mathematics, 1966

EMPLOYMENT

1997–now **Consultant.** Provide consulting services in communications and information technologies and public policy. Also an adjunct professor at George Washington University.

Strategic Policy Research, Inc. (SPR), Bethesda, MD

1992–1997 **Principal.** Provided telecommunications and public policy consulting services for a variety of clients in the telecommunications industry.

National Economic Research Associates, Inc. (NERA), Washington, DC

1989–1992 **Vice President.** Provided telecommunications and public policy consulting services for a variety of clients in the telecommunications industry.

Shooshan & Jackson Inc., Washington, DC

1980–1989 **Principal.** Provided telecommunications and public policy consulting services for a variety of clients in the telecommunications industry.

Communications Subcommittee, U.S. House of Representatives, Washington, DC

1977–1980 **Staff Engineer.** Was responsible for common carrier legislation and spectrum-related issues.

Common Carrier Bureau, Federal Communications Commission, Washington, DC

1976–1977 **Special Assistant to Chief.** Was responsible for technological issues and land mobile policy.

Federal Communications Commission, Washington, DC

1975–1976 **Engineering Assistant to Commissioner Robinson.**

CNR, INC., Boston, MA

1973–1976 **Consultant.** Worked on the implementation of digital communication systems over dispersive channels.

Massachusetts Institute of Technology, Cambridge, MA
1973–1976 **Instructor.**
1971–1973 **Research and Teaching Assistant.**

Signatron, Lexington, MA
1968–1971 **Research Engineer.**

Stanford Research Institute, Menlo Park, CA
1966–1968 **Programmer.**

PROFESSIONAL ACTIVITIES

Member, Sigma XI, Institute of Electrical and Electronics Engineers (IEEE), IEEE Computer Society, IEEE Communications Society, IEEE Information Theory Society, American Association for the Advancement of Science, and the American Mathematical Society.

From 1987–1988, served on the Board of Directors of the Telecommunications Policy and Research Conference. Chairman of the Board, 1988.

Chairman, IS/WP1 (Policy and Regulation) of the FCC's Advisory Committee on Advanced Television. (1989–1992)

Executive Committee Member, University of Florida's Public Utility Research Center (PURC). (1991–2007)

Member, U.S. Department of Commerce Spectrum Planning and Policy Advisory Committee. (1995–2002)

Member, Federal Communications Commission Technological Advisory Committee. (1998–2004). Chair, spectrum working group. (1998–2000)

Guest Editor of special issue on spectrum resource optimization, *Journal of Communications Networks* (JCN), 2006

PUBLICATIONS and REPORTS

Equipment operator personalization device, U.S. Patent 7,096,619. Describes a means for securing a piece of hand-held equipment so that it is easily activated by an authorized user while, at the same time, individuals without proper authorization cannot easily active the equipment.

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“The Likely Evolution of Local Communications,” Prepared for TELUS, July 15, 2001.

With William E. Taylor. “Reciprocal Compensation For CMRS Providers,” June 13, 2000, submitted in FCC CC Dockets Nos. 95-185, 96-98, and 97-207.

With Raymond L. Pickholtz. *A Review of Four Studies of FM Receiver Adjacent-Channel Immunity*, submitted in FCC MM Docket No. 9-25, November 15, 1999.

With Robert W. Crandall. *Eliminating Barriers to DSL Service*. Prepared for Keep America Connected! July 1998.

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With John Haring and Ross Richardson. *An Evaluation of the Access Board’s Accessibility Guidelines*. Prepared for the Telecommunications Industry Association. June 1998.

With Robert W. Crandall. *The Internet, Economic Growth, and Telecommunications Policy: Charles H. Ferguson’s Critique of U.S. Local Telephone Companies*. Prepared for Bell Atlantic for filing at the Federal Communications Commission, July 1997.

With John Haring *et al.* *Evaluation of the Efficiency of BT’s Network Operations*. Prepared for The Office of Telecommunications, UK. June 1997.

With John Haring. *Economic Disabilities of License Eligibility and Use Restrictions*. Prepared for Bell Atlantic. September 10, 1996.

With Calvin S. Monson and Ross M. Richardson. *Making California’s Transition Work: The Need for Affordable and Reliable Electric Metering*. Prepared on behalf of Itron, Inc., for submission before the Public Utilities Commission of the State of California, Comments of Itron, Inc., upon “Design and Implementation of Direct

Access Programs," a Report of the Direct Access Working Group, dated August 30, 1996, and issued in response to CPUC Decision 96-03-022 of March 13, 1996, in the *Order Instituting Rulemaking on the Commission's Proposed Policies Governing Restructuring California's Electric Services Industry and Reforming Regulation* (R.94-04-031) and *Order Instituting Investigation on the Commission's Proposed Policies Governing Restructuring California's Electric Services Industry and Reforming Regulation*. (I.94-04-032) Filed September 1996.

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With John Haring. *Critique of Hatfield Cost Analysis*. Prepared on behalf of BellSouth for submission before the Federal Communications Commission, *In the Matter of Implementation of the Pay Telephone Reclassification and Compensation Provisions of the Telecommunications Act of 1996*. CC Docket No. 96-128. *Reply Comments*. Filed July 15, 1996.

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With John Haring. *Pitfalls in the Economic Valuation of the Electromagnetic Spectrum*. Prepared for the National Association of Broadcasters. July 19, 1995.

With Jeffrey H. Rohlfs. *Quantifying the Costs of Billed Party Preference*. Report filed before the Federal Communications Commission on behalf of American Public Communications Counsel, *In the Matter of Billed Party Preference for 0+ InterLATA Calls*, CC Docket No. 92-77. September 14, 1994.

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Sharing Spectrum Between PCS and Microwave Systems. White paper filed before the Federal Communications Commission on behalf of Bell Atlantic Personal Communications, Inc., in connection with General Docket No. 90-314; *Bandwidth Required for PCS Licenses*. August 1993.

Study of the Application of Open Network Provision to Network Management. Prepared for the CEC DGXIII jointly by NERA and Mondiale Information Technology Associates. January 1992. Final report, March 1992.

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"LEC Gateways: Provision of Audio, Video, and Text Services in the U.S." *The Economics of Information Networks*, Cristiano Antonelli, Ed., North-Holland/Elsevier Science Publishers B.V., Amsterdam, London, New York, Tokyo. 1992.

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Competition in the Provision of Air-to-Ground Telephone Service. Prepared for In-Flight Phone Corporation. NERA. November 14, 1991.

With Jeffrey Rohlfs and Tracey Kelly. *Estimate of the Loss to the United States Caused by the FCC's Delay in Licensing Cellular Telecommunications*. A study commissioned by AT&T. November 8, 1991 (revised).

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With Robin Foster. *The New Zealand Spectrum Project: Description and Observations*. Presented to the Seventeenth Annual Telecommunications Policy Research Conference, Airlie, VA. October 1–3, 1989.

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With Harry M. Shooshan III, Jeffrey H. Rohlfs, and Louise A. Arnheim, *Opening the Broadband Gateway: The Need for Telephone Company Entry into the Video Services Marketplace*. Prepared for the United States Telephone Association. November 1987.

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With Harry M. Shooshan III. *Cable Television: The Monopoly Myth and Competitive Reality*. Prepared for the National Cable Television Association. 1982.

With Harry M. Shooshan III, Stanley M. Besen, and Jane Wilson. *Cable Copyright and Consumer Welfare: The Hidden Cost of the Compulsory License*. Shooshan & Jackson. 1981.

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“Telecommunications Issues in Transition.” *Telecommunications and Productivity*, Mitchell L. Moss, Ed., Addison-Wesley Publishing, Reading, MA. 1981.

With Daniel S. Allen *et al.* *A Nationwide Communications System for the Hearing Impaired: Strategies toward Commercial Implementation*. Final Report. SRI International, Menlo Park, CA. October 1981.

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Testimony filed before the Public Service Commission of South Carolina on behalf of Southern Bell Telephone and Telegraph Company, *BellSouth Telecommunications, Inc. d/b/a Southern Bell Telephone and Telegraph Company Request for Approval of the Consumer Price Protection Plan in South Carolina*, Docket No. 95-720-C. September 1995.

Testimony before the Subcommittee on Telecommunications and Finance of the Committee on Commerce, U.S. House of Representatives. Hearings on Federal Management of the Radio Spectrum. September 7, 1995.

With Dale N. Hatfield. Testimony before the U.S. Senate Committee on Commerce, Science and Transportation. Hearings on radio spectrum issues. July 27, 1995.

Testimony in *Turner Broadcasting System, Inc., et al., Plaintiffs, v. Federal Communications Commission, et al., Defendants.* United States District Court for the District of Columbia. Docket No. C.A. No. 92-2247 (and related cases C.A. Nos. 92-2292, 92-2494, 92-2495, 92-2558) (TPJ). Expert's Report filed April 21, 1995; Expert Declaration filed May 25, 1995.

Testimony filed before the Public Service Commission of the District of Columbia on behalf of Bell Atlantic-Washington, D.C., Inc., Formal Case No. 814, Phase IV. January 31, 1995. Rebuttal testimony filed before the Public Service Commission of the District of Columbia. September 15, 1995.

Testimony filed before the State of North Carolina Utilities Commission on behalf of Sprint Mid-Atlantic Telecom, *In the Matter of Investigation to Consider Implementation of a Plan for Intrastate Access Charges for all Telephone Companies Under the Jurisdiction of the North Carolina Utilities Commission and Investigation into Defined Radius Discount Calling Plans*, Docket No. P-100, Sub. 65 and Docket No. P-100, Sub 126. April 1994.

Testimony filed before the Commonwealth of Kentucky before the Public Service Commission on behalf of South Central Bell Telephone Company, *In the Matter of Application of BellSouth Telecommunications, Inc. d/b/a South Central Bell Telephone Company to Modify its Method of Regulation*, Case No. 94-121. April 1994.

Testimony filed before the Federal Communications Commission on behalf of Bell Atlantic, *In the Matter of The Bell Atlantic Telephone Companies Tariff FCC No. 10-Video Dialtone Service*. March 6, 1995. Supplemental testimony filed before the Federal Communications Commission. December 20, 1995.

Expert statement on behalf of Bell Atlantic before the Court of Common Pleas, Philadelphia County, PA, September Term 1990, No. 775 re: *Shared Communications Services of 1800-80 JFK Boulevard, Inc. v. Bell Atlantic Properties, Inc. et al.* February 1995.

Testimony filed before the Georgia Public Service Commission on behalf of BellSouth Telecommunications, Inc., *In Re: Petition of BellSouth Telecommunications, Inc., d/b/a Southern Bell Telephone and Telegraph Company for Consideration and Approval of Georgians First*. June 22, 1994.

With Jeffrey H. Rohlfs. *Report on Capital Needs of a Telephone Company*. Direct and rebuttal testimony before the United States Tax Court, Dockets 7970-91 and 7971-91. June 1994. [Confidential]

Statement filed before the Public Service Commission of Maryland on behalf of Bell Atlantic-Maryland, Inc., in connection with Case No. 8587. June 10, 1994.

Surrebuttal testimony filed before the State Corporation Commission of Virginia on behalf of Bell Atlantic—Virginia, Inc., in connection with Case No. PUC930036. April 20, 1994.

Statement on personal communications service (PCS) before the Federal Communications Commission Personal Communications Services Task Force Meeting, Docket 90–314. April 12, 1994.

Testimony filed before the Federal Communications Commission on behalf of Bell Atlantic Personal Communications, Inc., *In the Matter of the Amendment of the Commission's Rules to Establish New Personal Communications Services*, “Technical Considerations Regarding the ‘Size’ of PCS Licenses.” November 1992.

Rebuttal testimony filed before the Public Service Commission of the District of Columbia on behalf of the Chesapeake and Potomac Telephone Company, Formal Case No. 814, Phase III. November 1992.

Testimony filed before the Public Service Commission of Maryland on behalf of the Chesapeake and Potomac Telephone Company of Maryland, *In the Matter of the Application of the Chesapeake and Potomac Telephone Company of Maryland to Continue and Revise the Alternative Regulation Plan and to Revise and Restructure its Rates and Charges*, Case No. 8462. May 1992.

Statement on Personal Communications Systems (PCS) before the Federal Communications Commission en banc hearings. December 5, 1991.

Testimony on Depreciation before the State of Connecticut Department of Public Utility Control on behalf of the Southern New England Telephone Company. September 1990.

Testimony on Private Line Alternatives before the Public Utilities Commission of the State of Colorado on behalf of the Mountain States Telephone and Telegraph Company. September 1987.

Testimony on *Open Network Architecture and Comparably Efficient Interconnection Policies* before the House Subcommittee on Telecommunications and Finance. U.S. House of Representatives. July 30, 1987.

Testimony on proposed Federal Communications Commission Auction Authority before the Telecommunications, Consumer Protection, and Finance Subcommittee. U.S. House of Representatives. October 28, 1986.

Testimony on the *Application of Southwestern Bell Telephone Company for a Rate Increase before the Public Service Commission of the State of Missouri* on behalf of Southwestern Bell Telephone Company. February 1986.

Rebuttal testimony on the *Application of Southwestern Bell Telephone Company for a Rate Increase before the Public Utility Commission of Texas* on behalf of Southwestern Bell Telephone Company. October 1985.

Testimony on S. 880 before the Committee on Commerce, Science and Transportation, U.S. Senate. April 4, 1984. ["Daytime Broadcasters"]

Testimony on S. 66 before the Subcommittee on Communications, Committee on Commerce, Science and Transportation, U.S. Senate. February 16, 1983. ["Bypassing Cable"]

Testimony on Freedom of Expression and the Electronic Media: Technology Issues before the Committee on Commerce, Science and Transportation, U.S. Senate. September 28, 1982.

Testimony on S. 2355 before the Subcommittee on Communications, Committee on Commerce, Science and Transportation, U.S. Senate. May 6, 1982.

Testimony on Electronic Mail before the Postal Operations and Service Subcommittee, U.S. House of Representatives. May 5, 1977.

February 20, 2008

EXHIBIT A.

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CIF LICENSING, LLC, d/b/a
GE LICENSING,

Plaintiff,

v.

AGERE SYSTEMS INC.,

Defendant.

)
C.A. No. 07-170 (JJF)

) JURY TRIAL DEMANDED

UNDERTAKING CONCERNING DESIGNATED
MATERIAL COVERED BY STIPULATED PROTECTIVE ORDER

UNDERTAKING OF Charles L. Jackson

I, Charles L. Jackson, certify that:

1. My address is: 5210 Edgewood Rd NW, Bethesda MD 20814
2. My employer is: Jackson Telecom Consulting, LLC
3. My present occupation or job description is: Consultant
4. My litigation-related consulting relationships in which I am currently engaged or have been engaged in the past four years are as follows: (attach sheet if necessary)
See Attached List

See Attached List

5. I certify that I have read the Stipulated Protective Order dated 2 November 2007, entered in the United States District Court for the District of Delaware, in the action entitled CIF LICENSING, LLC, d/b/a GE LICENSING v. AGERE SYSTEMS INC.

C.A. No. 07-170, and that I understand the terms, conditions, and restrictions it imposes on any person given access to "CONFIDENTIAL" and/or "CONFIDENTIAL-OUTSIDE ATTORNEYS' EYES ONLY" materials. I recognize that I am bound by the terms of the Stipulated Protective Order, and I agree to comply with its terms.

6. I agree to use material produced in this litigation solely for purposes of this litigation. I will not disclose "CONFIDENTIAL" and/or "CONFIDENTIAL-OUTSIDE ATTORNEYS' EYES ONLY" materials to anyone other than persons specifically authorized by the Stipulated Protective Order and agree to return all such Designated Material that comes into my possession to counsel from whom I received such materials.

7. I hereby consent to be subject to the personal jurisdiction of the United States District Court for the District of Delaware with respect to any proceedings relating to the performance under, compliance with, or violation of the Stipulated Protective Order.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct and that this Undertaking is executed this 17th day of

March, 2008, at Bethesda
Montgomery County
Maryland

Signed:



Charles L. Jackson

Litigation-Related Consulting Relationships of Dr. Charles L. Jackson from 1 January 2004 to 17 March 2008

Client

Razorsight
Stanton (FinalScratch)
AT&T/Verizon Wireless/Sprint/T-Mobile
Bell South Panama
ClearLinx
Cable Bahamas
U.S. Department of Justice (Bankruptcy proceeding for Insync)
Inline Connection Corporation
Motorola (proceeding regarding the confidentiality of bid documents for a land-mobile contract awarded by the state of Mississippi)
Los Angeles County Metropolitan Transportation Authority (MTA)
QUALCOMM
Qwest

Regulatory-Related Consulting Relationships of Dr. Charles L. Jackson from 1 January 2004 to 17 March 2009

Client

Intel
QUALCOMM
XM/Sirius
Verizon Wireless
Alaska Communications Systems (ACS)
Cincinnati Bell Telephone Company
CTIA—the Wireless Association
Remington
Intellifit
M/A-COM
TELUS

EXHIBIT I

McDermott Will&Emery

Boston Brussels Chicago Düsseldorf Houston London Los Angeles Miami Munich
New York Orange County Rome San Diego Silicon Valley Washington, D.C.
Strategic alliance with MWE China Law Offices (Shanghai)

Amanda E. Koenig
Associate
akoenig@mwe.com
202.756.8075

March 21, 2008

VIA E-MAIL

Chad E. King
Townsend and Townsend and Crew LLP
1200 Seventeenth Street
Suite 2700
Denver, CO 80202

Re: *CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170*

Dear Mr. King:

I write to follow up on my letter dated March 19, 2008. We understand that the company Iron Mountain has a facility in Somerset, NJ which we believe complies with the requirements of Paragraph 12 of the Protective Order, and we suggest that the parties move forward with engaging Iron Mountain's technology escrow services. Frank Garrido and David Strouse have been particularly helpful in responding to our preliminary inquiries. Frank's contact information is as follows:

Frank Garrido
Software & Technology Escrow Advisor
Iron Mountain Intellectual Property Management, Inc
20110 Ashbrook Place, Suite 100
Ashburn, VA 20147
(T) 571-292-2221
(F) 703-738-7392
(M) 571-233-7288
frank.garrido@ironmountain.com

Furthermore, please let us know whether Agere is facilitating the collection and production of source code from third parties (including Silicon Laboratories Inc., Broadcom Corp., and AltoCom, Inc.) or whether we should make separate arrangements with their counsel.

Finally, please let us know whether Agere objects to GE Licensing's identification of Messrs. Buterbaugh, Jackson, and Lopes as soon as possible.

Chad E. King
March 21, 2008
Page 2

If you have any questions or concerns, please do not hesitate to contact us.

Sincerely,

A handwritten signature in black ink, appearing to read "Amanda E. Koenig".

Amanda E. Koenig

AEK/AEK

cc: Counsel of Record for Agere

WDC99 1545362-1.037743.0051

EXHIBIT J

MAR. 27. 2008 12:21PM TOWNSEND & TOWNSEND

NO. 4094 P. 2

TOWNSEND
and
TOWNSEND
and
CREW
LLP

Denver
1200 Seventeenth Street
Suite 2700
Denver, Colorado 80202
Tel 303.571.4000
Fax 303.571.4321

David Sipiora
dsipiora@townsend.com

March 27, 2008

VIA E-MAIL AND FACSIMILE

Amanda E. Koenig
McDermott Will & Emery LLP
600 13th Street, N.W.
Washington, D.C. 20005-3096
Email: akoenig@mwe.com

Re: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

Dear Ms. Koenig:

Pursuant to section 2(c) of the Protective Order, this letter shall serve as notice that Agere Systems Inc. ("Agere") objects to the use of Messrs. Buterbaugh and Lopes as Outside Consultants in this litigation. The resumes of Messrs. Buterbaugh and Lopes both state they were employed by Agere's predecessors-in-interest, AT&T Corporation ("AT&T") and Lucent Technologies, Inc. ("Lucent"), in a capacity relevant to the present dispute. Both individuals will possess confidential information of AT&T and Lucent, and may be placed in a position such that the confidential information they possess could be used in a manner contrary to the interests of Agere. For example, while employed at AT&T and Lucent, Mr. Buterbaugh worked on relevant subject matter as an analyst handling "data communication," "modem," and "ADSL" technology. In addition, and while similarly employed, Mr. Lopes designed and developed "communications products."

In addition, Mr. Lopes is presently employed by ThinkFire Services USA, Ltd. ("ThinkFire"). ThinkFire is currently engaged in work for Agere. We believe that Mr. Lopes has had some role in one or more engagements, including at least one ongoing engagement. In connection with these projects, Mr. Lopes will have received and had access to confidential information of Agere. As such, employment by your firm on behalf of GE would place Mr. Lopes in a conflicted position.

Given the employment history of Messrs. Buterbaugh and Lopes, we object to their service as Outside Consultants in this matter. Accordingly, we ask that you withdraw your request to have Messrs. Buterbaugh and Lopes serve as Outside Consultants in this litigation.

We would like to schedule a time to discuss this issue. Please contact me at your earliest convenience to arrange a mutually agreeable time. Your prompt response is appreciated.

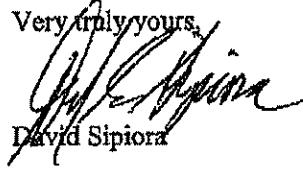
MAR. 27. 2008 12:21PM TOWNSEND & TOWNSEND

NO. 4094 P. 3

TOWNSEND
and
TOWNSEND
and
CREW
T.P.

Amanda E. Koenig
March 27, 2008
Page 2

With respect to the issue of escrow of source code, we understand that you wish to arrange for deposit of source code in a location in New Jersey. In light of our objection, do you continue to wish to proceed with such a deposit in New Jersey. Please advise.

Very truly yours,

David Sipiora

61319507 v1

File Number: 037743 Date Entered: 3/27/2008 Last Modified: 3/27/2008

Event Entry

Added by 04332 on 3/27/2008 Changed by 04332 on 3/27/2008

Event

Client name: General Electric Company 037743
 Matter name: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc.
 File number: 037743 0051.0000
 Court Case No: C.A. No. 07-0170-JJF
 Rule set: DE USDC-DE FREP
 Key code: Date: 4/11/2008 Friday Time: :00
 Time Zone: [Clear]
 Deadline for Agere to file motion to bar Bulerbaugh & Lopes for disclosure of confidential information is (10 days from objections rec'd via fax 3/27/08)

Timekeeper: 2020B [Names]
 Manager: Freed, Joel M.:08928 Document #:
 Category: SUSPENSE Priority: DC IP Litigation
 Court: DE US DIST
Reminders:
 Matter Office: 03 Name List:
 Matter Dept: Intellectual Property Andersen, Timothy:03336
 Disposition: Ferguson, Brian:03327
 Save Cancel
 Case No: Document: 03
 Court: Report: Wheeler, Edwin H.:07050
 Miscellan: Events: 0
 Thursday, March 27, 2008 3:08 PM

Start Inbox - M. Washington Outlook 3:08 PM

FAX

For
2008

EXHIBIT K

Koenig, Amanda

From: Connelly, Michael
Sent: Thursday, April 10, 2008 1:07 AM
To: Sipiora, David E.; Phillips, Ryan D; Koenig, Amanda
Cc: GE; GEvAgere
Subject: RE: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

Attachments: Resume_BinLee_Discover.doc



Resume_BinLee_Discover.doc (40...)

David - we can agree to that if Agere will agree to Dr. Bims and Dr. Lee (resume attached). To expedite things, Dr. Lee will be assisting with software review. We would also like to place the software in escrow in/around Menlo Park - we should be able to send locations in the AM. When could the software be delivered?

Thanks

mike

From: Sipiora, David E. [desipiora@townsend.com]
Sent: Wednesday, April 09, 2008 11:32 PM
To: Phillips, Ryan D; Koenig, Amanda; Connelly, Michael
Cc: GE; GEvAgere
Subject: RE: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

Mike: We are putting together our motion re the two former Lucent employees for filing Thursday, 4/10. Would prefer not to file. We are prepared to accept Bims if you explicitly withdraw the proffer of the two Lucent employees under the protective order. Please let us know. Thanks. David

-----Original Message-----

From: Phillips, Ryan D
Sent: Tuesday, April 08, 2008 9:09 AM
To: 'Koenig, Amanda'; 'Connelly, Michael'
Cc: GE; GEvAgere
Subject: RE: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

Amanda and Mike,

We have forwarded Dr. Bims's CV to our client for review and are hoping for an expedient response.

Yesterday in our meet and confer you stated that by proffering a new expert, it may alleviate the need to further discuss Messrs. Lopes and Buterbaugh. We understand your statement to mean that if we approve Dr. Bims, you will withdraw Messrs. Lopes and Buterbaugh as consultants under the Protective Order. As you know, under the Protective Order, we have until April 10 to move the Court regarding Messrs. Lopes and Buterbaugh. Agere intends to make such a motion unless GE unequivocally withdraws Lopes and Buterbaugh. Please confirm that if we are able to approve Dr. Bims, you will withdraw Messrs. Lopes and Buterbaugh as consultants under the protective order.

Regards,

Ryan

-----Original Message-----

From: Koenig, Amanda [mailto:AKoenig@mwe.com]
Sent: Monday, April 07, 2008 7:39 PM
To: Phillips, Ryan D
Cc: GE; GEvAgere
Subject: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

Dear Counsel:

Please see the attached document.

Sincerely,
Amanda Koenig

Amanda E. Koenig | Associate / Intellectual Property, Media & Technology
McDermott Will & Emery LLP | 600 13th Street, NW Washington, DC 20005
phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

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EXHIBIT L

Koenig, Amanda

From: Connelly, Michael
Sent: Thursday, April 10, 2008 10:25 AM
To: Sipiora, David E.; Phillips, Ryan D; Koenig, Amanda
Cc: GE; GEvAgere
Subject: RE: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

Follow Up Flag: Follow up
Due By: Friday, April 11, 2008 4:30 AM
Flag Status: Purple

That is fine, there is no need to file the motion, but we would appreciate if you could act quickly on Lee and also please let me know when the source code could be delivered. Amanda will send the details of an Iron Mountain escrow location to Ryan.

Mike

Michael W. Connelly

McDermott Will & Emery LLP | 600 13th Street, N.W., Washington, D.C. 20005

Main: 202-756-8000 | Direct: 202-756-8037 | Fax: 202-756-8087 | www.mwe.com |
mconnelly@mwe.com

-----Original Message-----

From: Sipiora, David E. [mailto:desipiora@townsend.com]
Sent: Thursday, April 10, 2008 9:46 AM
To: Connelly, Michael; Phillips, Ryan D; Koenig, Amanda
Cc: GE; GEvAgere
Subject: RE: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

Mike, that is not going to work. The deal was Bims. This is our last day to file the motion. We cleared the deal you offered -- Bims in, 2 ex-Lucent guys out -- with the client. The Bims resume was circulated, input received, and approval provided. Now you are changing the deal at the last minute. We are accepting the original deal. Please let us know if we have agreement as originally proposed by you. We need to know ASAP.

As for Lee, that is a separate matter. We will look at his materials, get them to client, and provide a response as soon as possible. But, based on experience, it is not going to happen today.

Please let us know. Thank you. Regards, David

-----Original Message-----

From: Connelly, Michael [mailto:mconnelly@mwe.com]

Sent: Wednesday, April 09, 2008 11:07 PM
To: Sipiora, David E.; Phillips, Ryan D; Koenig, Amanda
Cc: GE; GEvAgere
Subject: RE: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

David - we can agree to that if Agere will agree to Dr. Bims and Dr. Lee (resume attached). To expedite things, Dr. Lee will be assisting with software review. We would also like to place the software in escrow in/around Menlo Park - we should be able to send locations in the AM. When could the software be delivered?

Thanks

mike

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Sent: Wednesday, April 09, 2008 11:32 PM
To: Phillips, Ryan D; Koenig, Amanda; Connelly, Michael
Cc: GE; GEvAgere
Subject: RE: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

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Thanks. David

-----Original Message-----

From: Phillips, Ryan D
Sent: Tuesday, April 08, 2008 9:09 AM
To: 'Koenig, Amanda'; 'Connelly, Michael'
Cc: GE; GEvAgere
Subject: RE: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170

Amanda and Mike,

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Yesterday in our meet and confer you stated that by proffering a new expert, it may alleviate the need to further discuss Messrs. Lopes and Buterbaugh. We understand your statement to mean that if we approve Dr. Bims, you will withdraw Messrs. Lopes and Buterbaugh as consultants under the Protective Order. As you know, under the Protective Order, we have until April 10 to move the Court regarding Messrs. Lopes and Buterbaugh. Agere intends to make such a motion unless GE unequivocally withdraws Lopes and Buterbaugh. Please confirm that if we are able to approve Dr. Bims, you will withdraw Messrs. Lopes and Buterbaugh as

consultants under the protective order.

Regards,

Ryan

-----Original Message-----

From: Koenig, Amanda [mailto:AKoenig@mwe.com]
Sent: Monday, April 07, 2008 7:39 PM
To: Phillips, Ryan D
Cc: GE; GEvAgere
Subject: CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc.,
C.A. No. 07-170

Dear Counsel:

Please see the attached document.

Sincerely,
Amanda Koenig

Amanda E. Koenig | Associate / Intellectual Property, Media & Technology
McDermott Will & Emery LLP | 600 13th Street, NW Washington, DC 20005
phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

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EXHIBIT M

McDermott Will&Emery

Boston Brussels Chicago Düsseldorf Houston London Los Angeles Miami Munich
New York Orange County Rome San Diego Silicon Valley Washington, D.C.
Strategic alliance with MWE China Law Offices (Shanghai)

Amanda E. Koenig
Associate
akoenig@mwe.com
202.756.8075

April 14, 2008

VIA E-MAIL

Ryan D. Phillips
Townsend and Townsend and Crew LLP
1200 Seventeenth Street
Suite 2700
Denver, CO 80202

Re: ***CIF Licensing, LLC, d/b/a GE Licensing v. Agere Systems Inc., C.A. No. 07-170***

Dear Mr. Phillips:

We write to follow up on the status of Agere's source code production. As Michael Connelly informed you last week—by email and on the phone—GE Licensing requests that the source code be provided in Union City, CA. We understand that Iron Mountain has facilities there that should prove more than sufficient. Again, Frank Garrido and David Strouse have been particularly helpful in responding to our preliminary inquiries. Frank's contact information is as follows:

Frank Garrido
Software & Technology Escrow Advisor
Iron Mountain Intellectual Property Management, Inc.
20110 Ashbrook Place, Suite 100
Ashburn, VA 20147
(T) 571-292-2221
(F) 703-738-7392
(M) 571-233-7288
frank.garrido@ironmountain.com

Again, please let us know by close of business (*i.e.*, 5 PM EST) today when Agere will make its source code available so our expert and his staff can prepare and make any necessary arrangements. Given the late stage of discovery, upcoming 30(b)(6) depositions, and Agere's requests that GE Licensing update its infringement contentions, it is vital that we gain access to Agere's source code in the most prompt and efficient manner possible.

Ryan D. Phillips
April 14, 2008
Page 2

Please do not hesitate to contact us if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Amanda E. Koenig".

Amanda E. Koenig

cc: Counsel of Record for Agere (via e-mail: gevagere@townsend.com)

WDC99 1555167-1.037743.0051

EXHIBIT N

Koenig, Amanda

From: Koenig, Amanda
Sent: Tuesday, April 15, 2008 11:48 AM
To: Phillips, Ryan D
Cc: Agere Counsel "gevagere@townsend.com"; GE
Attachments: Discovery Escrow Agreement 1-16-08 06.doc

Dear Ryan,

Thank you for your email regarding Agere's source code yesterday. We understand you've been in touch with Iron Mountain about setting up the appropriate facilities and appreciate your efforts. We also understand that Iron Mountain requires that one of the parties sign a Discovery Escrow Agreement, which I have attached for your convenience.

In an effort to expedite review of the source code, we would be happy to serve as the signatory to the Iron Mountain agreement, to pay the Iron Mountain fees directly, and to bill Agere for its portion. We would also be happy to provide the required standalone computer, so that Agere would merely have to send a hard drive containing its source code to the facility. Finally, at this time we do not anticipate needing to print out any copies of the source code. Thus, the PO provisions dealing with a standalone printer and watermarked paper would not come into play. If we were to find that printing capabilities were required, we would of course notify you so that we could work out any details. It bears repeating, however, that at this time we do not require printing capabilities for our experts' review of the source code.

On a related note, in light of the complexities the parties are confronting in reviewing the source code, we would also value the opportunity to discuss how the parties wish to proceed with depositions involving Agere source code. One option, for instance, would be to have an Agere attorney bring a hard drive containing the source code to depositions for which it is required. We would need to discuss an appropriate method for marking and identifying any such code used as an exhibit, but we're confident the parties could find a reasonable solution. This matter can certainly wait until after we finalize how the source code will be deposited and stored with Iron Mountain--which is our first priority--but we wanted to raise it for discussion purposes and in an effort to simplify discovery for the parties as much as possible.

Please let me know if you have any questions.

Sincerely,
Amanda

Amanda E. Koenig | Associate / Intellectual Property, Media & Technology

McDermott Will & Emery LLP | 600 13th Street, NW Washington, DC 20005

phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

Koenig, Amanda

From: Connelly, Michael
Sent: Tuesday, April 15, 2008 1:38 PM
To: GEvAgere
Subject: Source code
Categories: GE v. Agere

Ryan - one thing we wanted to suggest. Would you consider placing the code in an office/room at Townsend's office in Palo Alto - its secure, lockable and may short circuit a lot of back and forth. Let me know your thoughts.

Mike

Michael W. Connelly
McDermott Will & Emery LLP | 600 13th Street, N.W., Washington, D.C. 20005
Main: 202-756-8000 | Direct: 202-756-8037 | Fax: 202-756-8087 | www.mwe.com | mconnelly@mwe.com

Koenig, Amanda

From: Koenig, Amanda
Sent: Wednesday, April 16, 2008 2:11 PM
To: Phillips, Ryan D
Cc: GE; Agere Counsel "gevagere@townsend.com"
Subject: FW: Source code
Categories: GE v. Agere

Ryan,

Mike has been out of the office attending a funeral service this morning, but he asked me to let you know that I am available should any issues arise. I know that getting the source code produced is foremost on everyone's minds. Is there anything we can do to assist? Will the agreement with Iron Mountain be signed today?

Please let us know where things stand and what we can do to help.

Sincerely,
Amanda

Amanda E. Koenig | Associate / Intellectual Property, Media & Technology

phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

From: Connelly, Michael
Sent: Tuesday, April 15, 2008 1:38 PM
To: GEvAgere
Subject: Source code

Ryan - one thing we wanted to suggest. Would you consider placing the code in an office/room at Townsend's office in Palo Alto - its secure, lockable and may short circuit a lot of back and forth. Let me know your thoughts.

Mike

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Koenig, Amanda

From: Koenig, Amanda
Sent: Thursday, April 17, 2008 12:06 PM
To: Phillips, Ryan D
Cc: GE; Agere Counsel "gevagere@townsend.com"
Subject: GE v. Agere: Source Code

Dear Ryan,

I thought I'd check in to see where we stand on the source code. Have any remaining issues with Iron Mountain been resolved? Were you able to identify the format(s) of Agere's source code and whether we would need specialized software to review it? Once we know the answers to those questions, we can look into getting any necessary software.

If we can be of any assistance, please do not hesitate to contact us. I will be in the office today, but will be traveling tomorrow and Monday. Mike Connelly, however, will be available on both days.

Sincerely,
Amanda

Amanda E. Koenig | Associate / Intellectual Property, Media & Technology

McDermott Will & Emery LLP | 600 13th Street, NW Washington, DC 20005

phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

Koenig, Amanda

From: Koenig, Amanda
Sent: Thursday, April 17, 2008 6:02 PM
To: Phillips, Ryan D; Connelly, Michael
Cc: GEvAgere; GE
Subject: RE: GE v. Agere: Source Code
Categories: GE v. Agere

Ryan,

Thank you. We are working to get the appropriate software, monitor, keyboard, and mouse. At this time, we do not anticipate any difficulties in doing so but will let you know if anything comes up. Any update on the other source code issues? Do you have any ETA for its delivery to Iron Mountain? We are anxious to let our expert know so he can make any necessary adjustments to his schedule.

Sincerely,
Amanda

Amanda E. Koenig | Associate / Intellectual Property, Media & Technology
phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

From: Phillips, Ryan D [mailto:rdphillips@townsend.com]
Sent: Thursday, April 17, 2008 5:33 PM
To: Koenig, Amanda; Connelly, Michael
Cc: GEvAgere
Subject: RE: GE v. Agere: Source Code

Amanda,

The text document showing the directory structure and file names regarding the source code, which I transmitted with the email below, was incomplete because a few of the zip files had not yet been unzipped. Please replace that version with the attached version 2, which is also designated Confidential – Outside AEO Only. Sorry for the confusion.

Regards,

Ryan

-----Original Message-----

From: Phillips, Ryan D
Sent: Thursday, April 17, 2008 11:51 AM
To: 'Koenig, Amanda'; 'Connelly, Michael'
Cc: GEvAgere
Subject: RE: GE v. Agere: Source Code

Amanda,

Regarding the format of the source code, please see the attached .txt file, which we are hereby designating Confidential – Outside Attorney's Eyes Only under the Protective Order. This file lists the file names and types within the directory structure that will be on the hard drive of the Standalone Computer. Whenever you encounter a .zip file, we have unzipped the file into a directory of the same name. I believe most of the files may be viewed with a text editor, however, you will have the ability to install software on the Standalone Computer (using a CD-ROM drive) if necessary to view the code.

As I have mentioned, we will provide the standalone computer, however, either you or Iron Mountain will need to provide a monitor, mouse, and keyboard. The USB ports on the computer are disabled, and so the mouse and keyboard should be PS2.

We are working to resolve the issues with Iron Mountain.

Regards,

Ryan

-----Original Message-----

From: Koenig, Amanda [mailto:AKoenig@mwe.com]
Sent: Thursday, April 17, 2008 10:06 AM
To: Phillips, Ryan D
Cc: GE; GEvAgere
Subject: GE v. Agere: Source Code

Dear Ryan,

I thought I'd check in to see where we stand on the source code. Have any remaining issues with Iron Mountain been resolved? Were you able to identify the format(s) of Agere's source code and whether we would need specialized software to review it? Once we know the answers to those questions, we can look into getting any necessary software.

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Please visit <http://www.mwe.com/> for more information about our Firm.

Koenig, Amanda

From: Connelly, Michael
Sent: Monday, April 21, 2008 12:24 PM
To: gevagere@townsend.com
Cc: Koenig, Amanda
Subject: GEvAgere - Source Code
Categories: GE v. Agere

Ryan,

Has there been any movement on getting the source code in place? Please let us know the status as we are trying to schedule our experts' time.

Mike

Michael W. Connelly
McDermott Will & Emery LLP | 600 13th Street, N.W., Washington, D.C. 20005
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Koenig, Amanda

From: Koenig, Amanda
Sent: Thursday, April 24, 2008 1:54 PM
To: Phillips, Ryan D
Cc: Connelly, Michael; GEvAgere
Subject: RE: GEvAgere - Source Code
Categories: GE v. Agere

Ryan,

Where do things stand with respect to finalization of the contract and production of Agere's source code? Do you have an ETA for its production? We would like to let our expert know when it will be available so he can plan accordingly.

As always, if we can do anything to facilitate the process, please let us know.

Sincerely,
Amanda

Amanda E. Koenig | Associate / Intellectual Property, Media & Technology

phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

From: Phillips, Ryan D [mailto:rdphillips@townsend.com]
Sent: Tuesday, April 22, 2008 6:06 PM
To: Connelly, Michael; GEvAgere
Cc: Koenig, Amanda
Subject: RE: GEvAgere - Source Code

Mike,

We have reviewed the contracts provided by Iron Mountain and made a few minor changes to be consistent with the Protective Order and resolve issues raised by Iron Mountain. We have circulated the revised versions to our client for approval and to Iron Mountain for their review, and we are waiting to hear back. If you have any further questions please call me.

Regards,

Ryan

-----Original Message-----

From: Connelly, Michael [mailto:mconnelly@mwe.com]
Sent: Monday, April 21, 2008 10:24 AM
To: GEvAgere
Cc: Koenig, Amanda
Subject: GEvAgere - Source Code

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EXHIBIT O

Koenig, Amanda

From: Phillips, Ryan D [rdphillips@townsend.com]
Sent: Thursday, April 24, 2008 3:04 PM
To: Koenig, Amanda
Cc: Connelly, Michael; GEvAgere
Subject: RE: GEvAgere - Source Code
Categories: GE v. Agere

Amanda,

As I told Mike on Tuesday, we have forwarded our revised version of Iron Mountain's contract to our client and to Iron Mountain for review. We have not heard from either of them.

Ryan

-----Original Message-----

From: Koenig, Amanda [mailto:AKoenig@mwe.com]
Sent: Thursday, April 24, 2008 11:54 AM
To: Phillips, Ryan D
Cc: Connelly, Michael; GEvAgere
Subject: RE: GEvAgere - Source Code

Ryan,

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As always, if we can do anything to facilitate the process, please let us know.

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phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

From: Phillips, Ryan D [mailto:rdphillips@townsend.com]
Sent: Tuesday, April 22, 2008 6:06 PM
To: Connelly, Michael; GEvAgere
Cc: Koenig, Amanda
Subject: RE: GEvAgere - Source Code

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Regards,

Ryan

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From: Connelly, Michael [mailto:mconnelly@mwe.com]
Sent: Monday, April 21, 2008 10:24 AM
To: GEVAgere
Cc: Koenig, Amanda
Subject: GEVAgere - Source Code

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Has there been any movement on getting the source code in place? Please let us know the status as we are trying to schedule our experts' time.

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Koenig, Amanda

From: Connelly, Michael
Sent: Friday, April 25, 2008 7:25 PM
To: 'rdphillips@townsend.com'; Koenig, Amanda
Cc: 'GEvAgere@townsend.com'
Subject: Re: Source Code Escrow
Categories: GE v. Agere

Are you asking if we are ok with the changes to the PO it would take to get the source in escrow? Yes.

If not, then I am at a loss - this is Iron Mountain. There could hardly be a more secure or time-proven solution for escrowing the code.

At this point we need a solution. I am having trouble understanding why it has taken this long to get no further. If we need to change the PO then let's do it. Please advise tonight.

Mike Connelly

Michael W. Connelly

McDermott Will & Emery LLP | 600 13th Street, N.W., Washington, D.C. 20005

Main: 202-756-8000 | Direct: 202-756-8037 | Fax: 202-756-8087 | www.mwe.com | mconnelly@mwe.com

From: Phillips, Ryan D
To: Connelly, Michael; Koenig, Amanda
Cc: GEvAgere
Sent: Fri Apr 25 17:36:05 2008
Subject: Source Code Escrow

Mike and Amanda,

I write to update you on the progress regarding the escrow of Agere's source code. We have tried to reach agreement with Iron Mountain on the escrow agreement, however, there are a few items that have resulted in an impasse.

First, the Protective Order requires that Agere, as the Producing Party, secure the escrow company's agreement to be bound by the Protective Order. See para. 12(c). Accordingly, we have added language to this effect in our revisions of our proposed escrow agreement with Iron Mountain. Iron Mountain will not agree to this, and we are not willing to ignore this explicit provision of the Protective Order.

Second, Iron Mountain will not agree to the printing procedures from the Protective Order, but would rather follow a different printing procedure that it feels limits its liability with respect to sending out printed copies of the source code. Again, we cannot unilaterally ignore the printing provisions of the Protective Order.

Any thoughts on how we should proceed? We can probably find a workable contractual solution between Agere and Iron Mountain (we would, of course, need client approval on the final contract), but we would need to address the problems stemming from the Protective Order before entering into such an agreement.

Regards,

Ryan

Ryan D. Phillips

5/1/2008

Source Code Escrow

Townsend and Townsend and Crew LLP
1200 Seventeenth Street, Suite 2700
Denver, CO 80202
Phone: 303.571.4000
Fax: 303.571.4321
rdphillips@townsend.com

www.townsend.com

Offices in:

San Francisco | Palo Alto | Walnut Creek | San Diego | Denver | Seattle | Washington, DC | Tokyo

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Koenig, Amanda

From: Phillips, Ryan D [rdphillips@townsend.com]
Sent: Tuesday, April 29, 2008 1:24 PM
To: Connelly, Michael; Koenig, Amanda
Cc: GEvAgere
Subject: GE/Agere Source Code
Categories: GE v. Agere
Attachments: Townsend_61353920_1.DOC; Townsend_61353911_1.DOC

Mike,

In order to accommodate Iron Mountain's concerns regarding being bound by the Protective Order, we revised paragraph 12 of the P.O., and I have attached a copy of a Proposed Stipulated Amendment to the P.O. for your review. We have not yet received approval from our client on this version.

I have also attached a draft of the contract with Iron Mountain for your reference. We have yet to get client approval on this as well.

If you agree with the stipulation please provide confirmation that we can sign for you (or your locals) and file this with the Court once we have client approval.

Regards,

Ryan

<<Townsend_61353920_1.DOC>> <<Townsend_61353911_1.DOC>>

Ryan D. Phillips
Townsend and Townsend and Crew LLP
1200 Seventeenth Street, Suite 2700
Denver, CO 80202
Phone: 303.571.4000
Fax: 303.571.4321
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Koenig, Amanda

From: Connelly, Michael
Sent: Tuesday, April 29, 2008 8:33 PM
To: 'rdphillips@townsend.com'; Koenig, Amanda
Cc: 'GEvAgere@townsend.com'
Subject: Re: GE/Agere Source Code
Categories: GE v. Agere

In the interest of speeding this process along, these are fine, we agree to the changes and they can be filed.

When should we expect the source code?

Michael W. Connelly

McDermott Will & Emery LLP | 600 13th Street, N.W., Washington, D.C. 20005

Main: 202-756-8000 | Direct: 202-756-8037 | Fax: 202-756-8087 | www.mwe.com | mconnelly@mwe.com

From: Phillips, Ryan D
To: Connelly, Michael; Koenig, Amanda
Cc: GEvAgere
Sent: Tue Apr 29 12:24:09 2008
Subject: GE/Agere Source Code

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EXHIBIT P

Koenig, Amanda

From: Garrido, Frank [Frank.Garrido@ironmountain.com]
Sent: Thursday, April 17, 2008 6:02 PM
To: Koenig, Amanda
Cc: GE; Strouse, David
Subject: RE: Source code
Categories: GE v. Agere

Amanda,

As far as I know I do not think there are any outstanding issues. However, Ryan indicated earlier in the week that was going to deliver the agreement back to us by yesterday which we have not yet received. We just need the agreement back for review to make sure we can comply with what is asked of Iron Mountain.

Thanks,
Frank

From: Koenig, Amanda [mailto:AKoenig@mwe.com]
Sent: Wednesday, April 16, 2008 2:45 PM
To: Garrido, Frank
Cc: GE
Subject: FW: Source code

Frank,

Thank you for your voicemail yesterday. Given that it sounded like things were moving along and that our not needing printing capabilities resolved Iron Mountain's concerns, I was surprised to get this email from opposing counsel, saying that issues remain. What are the issues? What can I do to move things along?

Sincerely,
Amanda

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phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

From: Phillips, Ryan D [mailto:rdphillips@townsend.com]
Sent: Wednesday, April 16, 2008 2:29 PM
To: Koenig, Amanda
Cc: GE; GEvAgere
Subject: RE: Source code

Amanda,

Thank you for offering to sign the agreement with Iron Mountain, however this agreement is structured to be signed by the defendant, and would need significant revision if it were to be signed by GE. Furthermore, any revisions would require review by Iron Mountain's counsel and consequently more delay. Additionally, the signatory to the contract has control over who is allowed to view the code, and since Iron Mountain is reluctant to agree to be bound by the Protective Order (they said agreeing to this would require another week for their counsel to review the Protective Order), this power is particularly important for Agere to possess. We are, however, reviewing the contract and working out the details with Iron Mountain as quickly as possible. If you wish to discuss the issues between Iron Mountain and Agere surrounding the contract please feel free to call me.

With respect to a computer for viewing the code, we believe we will have a computer ready today. We plan on providing a

computer with a CD-ROM drive so that software to view the code can be installed on the computer. Please confirm that your technical person will provide the software he may need to view the code.

Mike asked in his email yesterday if we would alternatively keep the code in our office in Palo Alto. We are not comfortable with this arrangement for several reasons and prefer to use the escrow company.

Regards,

Ryan

-----Original Message-----

From: Koenig, Amanda [mailto:AKoenig@mwe.com]
Sent: Wednesday, April 16, 2008 12:11 PM
To: Phillips, Ryan D
Cc: GE; GEVAgere
Subject: FW: Source code

Ryan,

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Please let us know where things stand and what we can do to help.

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phone: 202.756.8075 | fax: 202.756.8087 | akoenig@mwe.com

From: Connelly, Michael
Sent: Tuesday, April 15, 2008 1:38 PM
To: GEVAgere
Subject: Source code

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Koenig, Amanda

From: Garrido, Frank [Frank.Garrido@ironmountain.com]
Sent: Wednesday, April 23, 2008 12:03 PM
To: Koenig, Amanda
Subject: RE: Source code
Categories: GE v. Agere

Amanda,

I wanted to provide with a quick update. Yesterday we received a redlined agreement from Ryan Phillips. David Strouse and I will review with our legal team.

Thanks,
Frank

Frank Garrido

Software & Technology Escrow Advisor
Iron Mountain Intellectual Property Management, Inc
20110 Ashbrook Place, Suite 100
Ashburn, VA 20147
(T) 571-292-2221
(F) 703-738-7392
(M) 571-233-7288
frank.garrido@ironmountain.com
Visit us at: <http://www.ironmountain.com/ipm/escrow/>

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Subject: Source code

Ryan - one thing we wanted to suggest. Would you consider placing the code in an office/room at Townsend's office in Palo Alto - its secure, lockable and may short circuit a lot of back and forth. Let me know your thoughts.

Mike

Michael W. Connelly

McDermott Will & Emery LLP | 600 13th Street, N.W., Washington, D.C. 20005

5/1/2008

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EXHIBIT Q

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CIF LICENSING, LLC, d/b/a)	
GE LICENSING,)	
)	
Plaintiff,)	
)	C.A. No. 07-170-JJF
v.)	
)	JURY TRIAL DEMANDED
AGERE SYSTEMS INC.,)	
)	
Defendant.)	

**DEFENDANT AGERE SYSTEMS INC.'S SECOND SUPPLEMENTAL ANSWERS TO
PLAINTIFF CIF LICENSING, LLC'S INTERROGATORIES**

Pursuant to Rules 26 and 33 of the Federal Rules of Civil Procedure, Defendant Agere Systems Inc. ("Defendant") hereby supplements its answers to CIF Licensing, LLC, d/b/a GE Licensing's ("Plaintiff") Interrogatory Nos. 1-43 ("Plaintiff's Interrogatories"), stating as follows:

GENERAL STATEMENTS AND OBJECTIONS

1. The following responses are made solely for the purpose of this action and are subject to all objections to competence, authenticity, relevance, materiality, propriety, admissibility, and any and all other objections and grounds which would or could require or permit the exclusion of any statement or response from evidence, all of which objections and grounds are reserved and may be interposed at the time of trial.
2. Subject to the specific and general objections listed herein, Defendant will answer each interrogatory with responsive, non-privileged information within the current actual knowledge of Defendant or through cross-references to produced documents according to F.R.Civ.P. 33(d).
3. Defendant will answer interrogatories calling for confidential information or trade secrets

ANSWER:

Defendant objects to this interrogatory on the grounds that it is vague, overly broad, and unduly burdensome, and seeks information that is not relevant and not reasonably calculated to lead to the discovery of admissible evidence. Defendant objects to this request because it seeks information that is protected by the attorney-client privilege, the attorney work product doctrine, and/or any other applicable privilege. Furthermore, to the extent the information is not privileged, much of the requested information is readily available through more convenient, publicly-accessible sources such as PACER. Defendant also incorporates by reference its General Objections, including, in particular, General Objection No. 7, as set forth above.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: Defendant has produced or will produce, pursuant to Federal Rule of Civil Procedure 33(d), documents sufficient to respond to this interrogatory. Such documents include documents Bates-labeled AS100001-084451, AL000001-027259, Agere/GE 018895-018902, and Agere/GE 018903-018929. Further, Defendant is attempting to obtain, from its former counsel, additional documents that are responsive to this interrogatory. When obtained, these documents will be produced to Plaintiff.

INTERROGATORY NO. 31

Identify in detail all facts and identify any documents that refer, relate to or support Agere's statement made in the July 30, 2007 proposed Scheduling Order and statements made by Agere's counsel during the Scheduling Hearing of August 1, 2007 that Agere purports to have a "license defense."

ANSWER:

Defendant objects to this interrogatory on the grounds that it is compound, overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. Defendant further objects to this request to the extent it seeks information that is protected by the attorney-client privilege, the attorney work product doctrine, and/or any other applicable privilege.

Subject to and without waiving the foregoing objections and its General Objections, Defendant answers as follows: Pursuant to Fed. R. Civ. Pro. 33(d), Defendant will produce relevant and non-privileged documents, to the extent that any exist, that are responsive to this interrogatory.

Defendant further responds as follows: Defendant is licensed to the patents-in-suit pursuant to the Patent Cross License Agreement between Motorola, Inc. and AltoCom, Inc. dated January 30, 2001, including but not limited to § 4.2 of that Agreement. First, Defendant is a customer and/or licensee of ALTOCOM for LICENSED MODEM PRODUCTS and, as such, is a licensee under the MOTOROLA MODEM PATENTS. Second, Defendant (a) purchased and/or licensed "standalone ALTOCOM software MODEMS" from "ALTOCOM;" (b) Defendant is an "existing" not a "new" "customer or licensee" of "ALTOCOM;" and (c) therefore the "license" granted by "MOTOROLA" to "ALTOCOM" "extends" to Defendant.

The following documents relate to Defendant's license defense and are incorporated herein by reference pursuant to Fed. R. Civ. P. 33(d). Agere/GE 000001-000022, Agere/GE 000023-000041, Agere/GE 000042-000069, Agere/GE 000113-001036, Agere/GE 001039-001174, Agere/GE 001356, Agere/GE 001357-001358, Agere/GE 001359-1363, Agere/GE

001371-001402, Agere/GE 001880-001911, Agere/GE 003129-003131, Agere/GE 003392-003453, Agere/GE 004927-4977, Agere/GE 005067-005179, Agere/GE 005180-013239, Agere/GE 015308-015376, Agere/GE 015453-015464, Agere/GE 015643-015671, Agere/GE 015673-015868, Agere/GE 015875-015880, Agere/GE 015944-015953, Agere/GE 015985-016054, Agere/GE 016741-017003, Agere/GE 017824, Agere/GE 018864-18867, Agere/GE 018980-19408, Agere/GE 019771-019772, Agere/GE 019773-019775, MOT 003068-3072, MOT 003074-3079, MOT 003080-3121, MOT 003189-3195, MOT 003203-3204, MOT 003402-3403, MOT 003404, MOT 003410-3417, MOT 003435-3443, MOT 003444-3484, MOT 003526-3529, MOT 003618-3634, MOT 003636-3648, MOT 003649-3717, MOT 003802, MOT 003820-3826, MOT 004026-4038, MOT 004063-4069, MOT 004070-4080, MOT 004081-4096, MOT 004140-4151, MOT 004155-4168, MOT 004329-4330, MOT 004445-4458, MOT 004674, MOT 005110-5113, MOT 005122-5123, MOT 005126-5127, MOT 005132-5147, MOT 005148, MOT 005159-5160, MOT 005204-5214, MOT 005215-5283, MOT 005357-5369, MOT 005409-5438, MOT 005439-5452, MOT 005479-5495, MOT 005578-5590, MOT 005618-5654, MOT 005804-5850, MOT 006131-6149, MOT 010357, MOT 010378-10379, MOT 010611-10613, MOT 010628, MOT 010675-10688, MOT 012660-12676, MOT 012716-12719, MOT 012746, MOT 013100, MOT 013149-13169, MOT 013194-13195, MOT 013234-13240, MOT 013382-13392, MOT 013548-13557, MOT 013856, MOT 013857, MOT 013858-13859, MOT 013896-13897, MOT 013919-13920, MOT 013921, MOT 013922-13924, MOT 013925-13926, MOT 013928-13929, MOT 013932-13934, MOT 013935-13949, MOT 013965-13966, MOT 013967-13981, MOT 013995-13996, MOT 013997-13998, MOT 013999-14013, MOT 014014-14029, MOT 014072, MOT 014647-14651, MOT 014671-14676, MOT 016386-16405, MOT

016657-16693, MOT 019038-19065, MOT 019093-19108, MOT 019109-19111, MOT 019258-19269, MOT 019270, MOT 027032-27040, MOT 027044-27046, MOT 027047-27049, MOT 027050-27053, MOT 027054-27073, MOT 027074, MOT 027075, MOT 027076-27077, MOT 027078-27081, MOT 027215-27217, MOT 027434-27437, MOT 027440, MOT 027449-27484, MOT 027486-27488, MOT 028015, MOT 028016-28019, MOT 028020-28041, MOT 037994-37999, MOT 039051-39065, and MOT 039067. Defendant incorporates herein by reference its responses to Plaintiff's Interrogatory Nos. 2 and 35. Defendant reserves the right to supplement this response with information that may be obtained from third parties, including but not limited to Motorola, Inc., Broadcom Corporation, and AltoCom, Inc., as third party discovery progresses.

INTERROGATORY NO. 32

Describe and identify any license or other authorization that Agere purportedly has or had for any Agere Product (or for the design, manufacture or sale thereof) to practice any of the patents in suit, whether such license or authorization purportedly comes from or through GE Licensing, Motorola, Inc., Lucent Technologies Corp., Altocom, Inc., Broadcom, Inc., or any other entity, including the identification of the licensing entity, the product, process or property licensed (including without limitation any patents).

ANSWER:

Defendant objects to this interrogatory on the grounds that it is compound, overly broad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. Defendant further objects to this request to the extent it seeks information that is

Dated: February 8, 2008

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